

**EXHIBIT 3B**

**MARCH 2016 INVOICES**

# BakerHostetler

Black Elk Energy Offshore Operations, LLC  
3100 South Gessner, Ste. 210  
Houston, TX 77063

Invoice Date: 04/19/16  
Invoice Number: 50230564  
B&H File Number: 07939/047878/000201  
Taxpayer ID Number: 34-0082025  
Page 1

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Regarding: Chapter 11 Bankruptcy

For professional services rendered through March 31, 2016

**BALANCE FOR THIS INVOICE DUE BY 05/19/16 \$ 23,115.41**

## Remittance Copy

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**Invoice No: 50230564**

**Firm Contact Information**

Elie Sanchez  
(407) 649-3923  
efsanchez@bakerlaw.com

**Please Remit To:**  
Baker & Hostetler LLP  
P.O. Box 70189  
Cleveland, OH 44190-0189

**Reference Invoice No:**  
50230564

**FOR WIRE REMITTANCES:**  
Baker & Hostetler LLP  
KeyBank, N.A., Cleveland, OH  
Account No: 1001516552 / ABA 041001039  
**SWIFT Code: KEYBUS33**

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bakerlockbox@bakerlaw.com

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Black Elk Energy Offshore Operations, LLC  
3100 South Gessner, Ste. 210  
Houston, TX 77063

Invoice Date: 04/19/16  
Invoice Number: 50230564  
B&H File Number: 07939/047878/000201  
Taxpayer ID Number: 34-0082025  
Page 2

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Regarding: Chapter 11 Bankruptcy

For professional services rendered through March 31, 2016

Fees \$ 13,821.60

Expenses \$ 9,293.81

BALANCE FOR THIS INVOICE DUE BY 05/19/16 \$ 23,115.41

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Black Elk Energy Offshore Operations LLC

Invoice Date: 04/19/16  
 Invoice Number: 50230564  
 Matter Number: 047878.000201  
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Regarding: Chapter 11 Bankruptcy

Matter Number: 047878.000201

Name	Hours	Rate	Amount
Green Elizabeth A.	4.40	\$ 625.00	\$ 2,750.00
Johnson Pamela Gale	0.50	666.00	333.00
Kristiansen Eric W	2.70	590.00	1,593.00
Parrish Jimmy D.	2.80	525.00	1,470.00
Rose Jorian L.	5.10	731.00	3,728.10
Wearsch Thomas M	4.10	675.00	2,767.50
Klidonas George	1.00	500.00	500.00
Layden Andrew V.	0.40	325.00	130.00
Lane Deanna L	2.20	250.00	550.00
<b>Total</b>	<b>23.20</b>		<b>\$ 13,821.60</b>

Date	Name	Description	Hours	Amount
03/01/16	Green Elizabeth A.	Meeting with Lance Gurley regarding testimony for Montco contract hearing.	0.90	562.50
03/01/16	Rose Jorian L.	Review and revise Montco draft approval order.	0.60	438.60
03/02/16	Green Elizabeth A.	Review non-operated properties and collateral.	0.60	375.00
03/02/16	Rose Jorian L.	Telephone conference with Mr. Gurley regarding deal on certain non-operation wells and Shell and review term sheet.	0.70	511.70
03/02/16	Wearsch Thomas M	Attend internal update call regarding strategy and P&A collateral.	0.50	337.50
03/03/16	Green Elizabeth A.	Call with Lance Gurley regarding status.	0.60	375.00
03/03/16	Wearsch Thomas M	Draft status email to team.	0.30	202.50
03/04/16	Rose Jorian L.	Telephone conference with Mr. Pratt and	0.70	511.70

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Date	Name	Description	Hours	Amount
		Ms. Phillips updating them on status of DIP and case.		
03/08/16	Lane Deanna L	Final editing and uploading proposed agenda and witness/exhibit list for 3-10 hearing to docket and to Black Elk website	0.70	175.00
03/08/16	Rose Jorian L.	Review Blackhill analysis of third party obligations for P&A Plan.	1.80	1,315.80
03/08/16	Rose Jorian L.	Conference call with Messrs. Jones and Gurley regarding case status.	0.90	657.90
03/08/16	Wearsch Thomas M	Telephone call with Baker and Black Hill teams regarding update on progress of negotiations.	0.90	607.50
03/09/16	Kristiansen Eric W	Review claim register; analyze same in connection with bond collateral issues and transfers of funds.	2.00	1,180.00
03/10/16	Johnson Pamela Gale	Attention to Mr. Dills regarding Amended Complaint filed on behalf of Black Elk in connection with the Deepwater Horizon Oil Spill and scheduling meeting to discuss same; attention to electronic correspondence to Ms. Green to obtain availability for a meeting with Mr. Dills.	0.30	199.80
03/10/16	Parrish Jimmy D.	Talk with Ms. Powell regarding Black Elk 10-K.	0.10	52.50
03/10/16	Parrish Jimmy D.	Review issues regarding 10-K status.	0.50	262.50
03/10/16	Wearsch Thomas M	Conference with Mr. Billeck regarding North Star Financial information.	0.40	270.00
03/10/16	Wearsch Thomas M	Meeting with Mr. Gurley regarding treatment of non-included properties and non-ops and possible resolution regarding same.	2.00	1,350.00
03/11/16	Green Elizabeth A.	Status update call with Blackhill and Baker teams.	0.80	500.00
03/14/16	Lane Deanna L	Preparing and circulating draft agenda and draft witness/exhibits list for 3-18 hearing;	0.50	125.00

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Date	Name	Description	Hours	Amount
		preparing exhibits for uploading to FTP site		
03/17/16	Green Elizabeth A.	Conference with Lance Gurley regarding P & A plan, collateral return and well analysis.	1.50	937.50
03/18/16	Klidonas George	Draft corporate resolutions and discussions with counsel regarding same.	1.00	500.00
03/18/16	Lane Deanna L	Receipt and review of February 2016 monthly operating report; sending same to Mr. Parrish and Ms. Green for review	0.20	50.00
03/18/16	Lane Deanna L	Preparing draft agenda for the 3/24 hearing	0.20	50.00
03/18/16	Rose Jorian L.	Email correspondence with directors regarding status of hearings.	0.40	292.40
03/23/16	Parrish Jimmy D.	Review Black Elk February monthly operating report for filing.	0.30	157.50
03/23/16	Parrish Jimmy D.	Talk with Mr. Gurley regarding February Monthly Operating Reports.	0.10	52.50
03/24/16	Kristiansen Eric W	Prepare for and attend conference with Mr. Dills related to electronic data and address follow up action items pertaining to that call.	0.70	413.00
03/24/16	Lane Deanna L	Initial drafting of proposed agenda for 3-30 hearing for Ms. Green's review	0.30	75.00
03/28/16	Lane Deanna L	Updating and circulating the 3/30 proposed hearing agenda	0.30	75.00
03/28/16	Parrish Jimmy D.	Talk with Mr. Beskow regarding February Monthly Operating Report.	0.10	52.50
03/29/16	Johnson Pamela Gale	Receipt and review of Black Elk Power of Attorney regarding the BP lawsuit (.10); attention to forwarding same to E. Green (.10).	0.20	133.20
03/29/16	Parrish Jimmy D.	Talk with Mr. Beskow regarding February Monthly Operating Report.	0.10	52.50
03/30/16	Layden Andrew V.	Review issues regarding order from 3/30/16 hearing.	0.40	130.00

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Date	Name	Description	Hours	Amount
03/30/16	Parrish Jimmy D.	Review Renaissance transaction documents.	1.40	735.00
03/30/16	Parrish Jimmy D.	Talk with Mr. Rose to update status on pending matters for hearing.	0.20	105.00
<b>Total</b>			<b>23.20</b>	<b>13,821.60</b>

**Expenses and Other Charges**

03/02/16	Airfare/Trainfare (E110) Airfare; Jorian Rose; UNITED AIRLINES HOUSTON TX; Airfare expense during flight from Houston, Texas from DIP and exclusivity hearings;.	3.50
03/04/16	Airfare/Trainfare (E110) Airfare; Elizabeth Green; Return Airfare from Houston, TX to Orlando, FL after attending meetings and hearing in Black Elk Energy Offshore Operations bankruptcy case from 3.22.16 to 3.24.16;.	515.10
03/09/16	Airfare/Trainfare (E110) Airfare; Thomas Wearsch; Black Elk Meeting/Conferences;.	255.18
03/09/16	Airfare; Thomas Wearsch; Black Elk Meeting/Conferences;.	22.00
03/17/16	Airfare/Trainfare (E110) Airfare; Thomas Wearsch; Meetings/Conference;.	1,152.39
03/30/16	Airfare/Trainfare (E110) Airfare; Jorian Rose; Flight expenses to/from Houston, Texas for Black Elk hearing;.	1,075.10
<b>Subtotal - Airfare/Trainfare (E110)</b>		<b>3,023.27</b>
03/01/16	Breakfast; Thomas Wearsch; Split DIP work.; Mar 01, 2016;.	18.16
03/01/16	Dinner; Thomas Wearsch; Split DIP work.; Mar 01, 2016;.	91.12
03/10/16	Meals while Traveling (E110) Breakfast; Thomas Wearsch; Black Elk Meeting/Conferences; Mar 10, 2016;.	12.64
03/18/16	Dinner; Thomas Wearsch; Meetings/Conference; Mar 18, 2016;.	14.06
03/18/16	Meals while Traveling (E110) Breakfast; Thomas Wearsch; Meetings/Conference; Mar 18, 2016;.	5.17
03/23/16	Meals while Traveling (E110) Lunch; Elizabeth Green; Lunch while in Houston, TX to attend meetings and hearing in Black Elk Energy Offshore Operations bankruptcy case from 3.22.16 to 3.24.16.; Mar 23, 2016;.	17.13
03/23/16	Meals while Traveling (E110) Dinner; Elizabeth Green, Jorian Rose, Tom Wearsch; Dinner while in Houston, TX to attend meetings and	126.76

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	hearing in Black Elk Energy Offshore Operations bankruptcy case from 3.22.16 to 3.24.16.; Mar 23, 2016;	
03/29/16	Meals while Traveling (E110) Lunch; Jorian Rose; Lunch meal expense during trip to Houston, Texas for Black Elk hearing.; Mar 29, 2016;	20.98
03/30/16	Dinner; Jorian Rose; Dinner meal expense during trip to Houston, Texas for Black Elk hearing.; Mar 30, 2016;	18.54
03/30/16	Lunch; Jorian Rose; Lunch meal expense during trip to Houston, Texas for Black Elk hearing.; Mar 30, 2016;	15.70
03/30/16	Meals while Traveling (E110) Lunch; Eric Kristiansen; Lunch with Jorian Rose to discuss transaction and transfer analysis; Mar 30, 2016;	22.40
<b>Subtotal - Meals while Traveling (E110)</b>		<b>362.66</b>
03/01/16	Taxi/Car Service; Thomas Wearsch; Split DIP work.; Mar 01, 2016;	28.28
03/02/16	Ground Transportation Out of Town (E110) XYZ TWO WAY RADIO SERVICE, INC. XYZ LASKO Overtime Car Service 2/25/2016 8:10:00 PM' W6022532088	108.04
03/03/16	Ground Transportation Out of Town (E110) Taxi/Car Service; Elizabeth Green; GEORGE THE DRIVER Winter Park FL; Taxi / Car Service from Orlando International Airport to residence after attending client meetings and hearing in the Black Elk bankruptcy case from 2.28.16 to 3.02.16. (Changed return flight dates on a refundable ticket); Mar 03, 2016;	108.00
03/09/16	Ground Transportation Out of Town (E110) XYZ TWO WAY RADIO SERVICE, INC. XYZ ROSE Travel from Airport 3/2/2016 8:10:00 PM' W6022529920	128.98
03/09/16	Ground Transportation Out of Town (E110) XYZ TWO WAY RADIO SERVICE, INC. XYZ LASKO Overtime Car Service 2/26/2016 10:05:00 PM' W6022601395	108.04
03/11/16	Ground Transportation Out of Town (E110) Taxi/Car Service; Elizabeth Green; GEORGE THE DRIVER Winter Park FL; Round Trip Taxi/Car Service to attend meeting and hearing in Black Elk Energy Offshore Operations case in Houston, TX.; Mar 11, 2016;	216.00
03/22/16	Ground Transportation Out of Town (E110) Taxi/Car Service; Elizabeth Green; Taxi/Car Service from airport to hotel while in Houston, TX to attend meetings and hearing in Black Elk Energy Offshore Operations bankruptcy case from 3.22.16 to 3.24.16.; Mar 22, 2016;	27.35
03/23/16	Ground Transportation Out of Town (E110) XYZ TWO WAY RADIO SERVICE, INC. XYZ ROSE Travel to Airport 3/16/2016 7:30:00 AM' W6031414490	118.67

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03/25/16	Taxi/Car Service; Elizabeth Green; Taxi/Car Service from airport to residence after attending meetings and hearing in Black Elk Energy Offshore Operations bankruptcy case in Houston, TX from 3.22.16 to 3.24.16.; Mar 25, 2016;	108.00
03/29/16	Taxi/Car Service; Jorian Rose; Taxi expense from airport to hotel to prepare for Black Elk hearing.; Mar 29, 2016;	27.37
03/29/16	Ground Transportation Out of Town (E110) Taxi/Car Service; Jorian Rose; UBER UBER 866-576-1039 CA; Taxi expense to LaGuardia Airport for trip to Houston, Texas for Black Elk hearing.; Mar 29, 2016;	48.66
03/30/16	Taxi/Car Service; Jorian Rose; Taxi expense to airport from Black Elk hearing.; Mar 30, 2016;	28.80
<b>Subtotal - Ground Transportation Out of Town (E110)</b>		<b>1,056.19</b>
03/01/16	Lodging (E110) Lodging; Thomas Wearsch; March 2016	338.13
03/09/16	Lodging (E110) Lodging; Thomas Wearsch; Black Elk Meeting/Conferences; Mar 09, 2016	827.56
03/17/16	Lodging (E110) Lodging; Thomas Wearsch; Meetings/Conference; Mar 17, 2016	267.93
03/22/16	Lodging (E110) Lodging; Elizabeth Green; Lodging while in Houston, TX to attend meetings and hearing in Black Elk Energy Offshore Operations bankruptcy case from 3.22.16 to 3.24.16.; Mar 22, 2016	933.66
03/30/16	Lodging (E110) Lodging; Jorian Rose; Hotel expense during trip to Houston, Texas for Black Elk hearing.; Mar 30, 2016	310.05
<b>Subtotal - Lodging (E110)</b>		<b>2,677.33</b>
03/17/16	UPS Cliff J. Bruno	10.34
03/17/16	UPS Linda C. Sellers	8.34
03/21/16	UPS Lance Gurley Blackhill Partners 2651 N. Harwood St. Suite 120 Dallas TX 1ZX655R81593349981	64.62
03/21/16	UPS Lance Gurley Blackhill Partners	6.24
<b>Subtotal - Delivery Services (E107)</b>		<b>89.54</b>
03/01/16	Business Meals, etc. (E111) TREEBEARD'S Client Meeting/Hearing Prep	34.00
03/01/16	Business Meals, etc. (E111) Bullritos Client and Parties Meeting/Hearing Prep	263.05
03/01/16	Business Meals, etc. (E111) PEPI CORPORATION dba ALONTI	136.94

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	CAFE & CATERING Client and Parties Meeting/Hearing Prep	
03/17/16	Business Meals, etc. (E111) Newk's Eatery Client and Parties Meeting/Hearing Prep	325.65
03/18/16	Business Meals, etc. (E111) Bullritos Client and Parties Meeting/Hearing Prep	283.89
03/18/16	Business Meals, etc. (E111) PEPI CORPORATION dba ALONTI CAFE & CATERING Client Meeting/Hearing Prep	64.95
<b>Subtotal - Business Meals, etc. (E111)</b>		<b>1,108.48</b>
03/15/16	Court Reporter (E112) U.S. LEGAL SUPPORT Roughdraft of depositions of Joe Bruno and Linda Sellers	385.50
<b>Subtotal - Court Reporter (E112)</b>		<b>385.50</b>
02/05/16	BG HOLDCO LLC Parking for Eric Hyman on 1/19/2016 meeting with Liz Green. Validation Ticket No. 49417	40.00
02/05/16	Ground Transportation Local (E109) BG HOLDCO LLC Parking for Eric Hyman on 1/6/2016 meeting with Liz Green. Validation Ticket No. 49404.	40.00
02/29/16	HOUSTON EXPRESS, INC. Delivery from 811 Main St., Houston, Texas to 515 Rusk St., Houston, Texas 77002 on 2/26/2016. Attorney No. 3652.	11.00
03/01/16	Ground Transportation Local (E109) Parking - Local; Thomas Wearsch; Split DIP work.; Mar 01, 2016;	36.00
03/02/16	Ground Transportation Local (E109) Taxi/Car Service - Local; Jorian Rose; Taxi expense from hotel to Houston Airport from DIP and exclusivity hearings.; Mar 02, 2016;	54.91
03/13/16	Ground Transportation Local (E109) Parking - Local; Thomas Wearsch; Black Elk Meeting/Conferences; Mar 13, 2016;	56.00
03/18/16	Ground Transportation Local (E109) Parking - Local; Thomas Wearsch; Meetings/Conference; Mar 18, 2016;	36.00
<b>Subtotal - Ground Transportation Local (E109)</b>		<b>273.91</b>
01/20/16	Telephone Charges (E105) Jorian Rose; UNITED AIRLINES HOUSTON TX; Jan 20, 2016;	0.00
03/02/16	Telephone Charges (E105) Jorian Rose; UNITED AIRLINES HOUSTON TX; Mar 02, 2016;	0.00
<b>Subtotal - Telephone Charges (E105)</b>		<b>0.00</b>

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03/18/16	1 Color copy	0.20
<b>Subtotal - Color Copier (E101)</b>		<b>0.20</b>
03/08/16	Westlaw Research - 03/08/16 by LAYDEN ANDREW V	107.68
03/10/16	Westlaw Research - 03/10/16 by LAYDEN ANDREW V	7.92
03/23/16	Westlaw Research - 03/23/16 by PARRISH JIMMY	32.48
03/28/16	Westlaw Research - 03/28/16 by KLIDONAS GEORGE	7.92
03/29/16	Westlaw Research - 03/29/16 by KLIDONAS GEORGE	15.84
03/30/16	Westlaw Research - 03/30/16 by KLIDONAS GEORGE	107.76
<b>Subtotal - Automated Research (E106)</b>		<b>279.60</b>
03/01/16	POSTAGE j. rose	0.48
03/29/16	POSTAGE	17.55
<b>Subtotal - Postage (E108)</b>		<b>18.03</b>
03/04/16	1 Copy	0.10
03/07/16	3 Copies	0.30
03/08/16	2 Copies	0.20
03/15/16	185 Copies	18.50
<b>Subtotal - Copier / Duplication (E101)</b>		<b>19.10</b>
<b>Total</b>		<b>\$ 9,293.81</b>

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B&H File Number: 07939/047878/000202  
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Page 1

Regarding: Schedules

For professional services rendered through March 31, 2016

**BALANCE FOR THIS INVOICE DUE BY 05/19/16 \$ 371.50**

## Remittance Copy

Please include this page with payment

**Invoice No: 50230563**

**Firm Contact Information**

Elie Sanchez  
(407) 649-3923  
efsanchez@bakerlaw.com

**Please Remit To:**  
**Baker & Hostetler LLP**  
**P.O. Box 70189**  
**Cleveland, OH 44190-0189**

**Reference Invoice No:**  
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**Regarding: Schedules**

For professional services rendered through March 31, 2016

**Fees** \$ **371.50**

**BALANCE FOR THIS INVOICE DUE BY 05/19/16** \$ **371.50**

**Baker&Hostetler LLP**

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 Page 3

Regarding: Schedules

Matter Number: 047878.000202

Name	Hours	Rate	Amount
Delaney Michael T.	0.30	\$ 405.00	\$ 121.50
Lane Deanna L	1.00	250.00	250.00
<b>Total</b>	<b>1.30</b>		<b>\$ 371.50</b>

Date	Name	Description	Hours	Amount
03/23/16	Delaney Michael T.	Confer and correspond with Ms. Peterson regarding the Black Elk schedules	0.30	121.50
03/31/16	Lane Deanna L	Preparing an export file from Best Case to an excel spreadsheet of each of the amended schedules; editing and preparing same to fulfill Mr. Ballard's request	1.00	250.00
	<b>Total</b>		<b>1.30</b>	<b>371.50</b>

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Page 1

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**Regarding: Cash Collateral and Budget**

For professional services rendered through March 31, 2016

**BALANCE FOR THIS INVOICE DUE BY 05/19/16 \$ 803.10**

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**Regarding: Cash Collateral and Budget**

For professional services rendered through March 31, 2016

<b>Fees</b>	<b>\$ 438.60</b>
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<b>Expenses</b>	<b><u>\$ 364.50</u></b>
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<b>BALANCE FOR THIS INVOICE DUE BY 05/19/16</b>	<b>\$ 803.10</b>
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 Page 3

Regarding: Cash Collateral and Budget

Matter Number: 047878.000203

Name	Hours	Rate	Amount
Rose Jorian L.	0.60	\$ 731.00	\$ 438.60
<b>Total</b>	<b>0.60</b>		<b>\$ 438.60</b>

Date	Name	Description	Hours	Amount
03/15/16	Rose Jorian L.	Telephone conferences with Mr. Beskow regarding budget questions.	0.60	438.60
	<b>Total</b>		<b>0.60</b>	<b>438.60</b>

#### Expenses and Other Charges

03/15/16	525 Copies	52.50
03/15/16	406 Copies	40.60
03/18/16	760 Copies	76.00
03/18/16	354 Copies	35.40

**Subtotal - Copier / Duplication (E101)** **204.50**

03/18/16	800 Color copies	160.00
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**Subtotal - Color Copier (E101)** **160.00**

**Total** **\$ 364.50**

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Black Elk Energy Offshore Operations, LLC  
3100 South Gessner, Ste. 210  
Houston, TX 77063

Invoice Date: 04/19/16  
Invoice Number: 50230561  
B&H File Number: 07939/047878/000204  
Taxpayer ID Number: 34-0082025  
Page 1

Regarding: Professionals

For professional services rendered through March 31, 2016

**BALANCE FOR THIS INVOICE DUE BY 05/19/16 \$ 10,076.40**

## Remittance Copy

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**Invoice No: 50230561**

**Firm Contact Information**

Elie Sanchez  
(407) 649-3923  
efsanchez@bakerlaw.com

Please Remit To:  
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P.O. Box 70189  
Cleveland, OH 44190-0189

Reference Invoice No:  
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Page 2

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Regarding: Professionals

For professional services rendered through March 31, 2016

Fees \$ 10,076.40

BALANCE FOR THIS INVOICE DUE BY 05/19/16 \$ 10,076.40

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Black Elk Energy Offshore Operations LLC

Invoice Date: 04/19/16  
 Invoice Number: 50230561  
 Matter Number: 047878.000204  
 Page 3

Regarding: Professionals

Matter Number: 047878.000204

Name	Hours	Rate	Amount
Green Elizabeth A.	4.20	\$ 625.00	\$ 2,625.00
Johnson Pamela Gale	1.20	666.00	799.20
Parrish Jimmy D.	0.00	0.00	0.00
Parrish Jimmy D.	4.00	525.00	2,100.00
Rose Jorian L.	1.20	731.00	877.20
Rose Jorian L.	0.00	0.00	0.00
Lane Deanna L	14.70	250.00	3,675.00
<b>Total</b>	<b>25.30</b>		<b>\$ 10,076.40</b>

Date	Name	Description	Hours	Amount
03/01/16	Lane Deanna L	Telephone conversation with Mr. Beskow regarding facts surrounding Revised Third Monthly Statement for B&H and First Interim Fee Application of B&H; sending him same	0.50	125.00
03/01/16	Lane Deanna L	Working with Orlando Accounting, Firmwide Accounting and US Trustee's office to secure First Interim Fee Application's electronic billing records	1.50	375.00
03/02/16	Lane Deanna L	Continuation of the working with Orlando Accounting, Firmwide Accounting and US Trustee's office to secure First Interim Fee Application's electronic billing records	1.00	250.00
03/03/16	Green Elizabeth A.	Review issues regarding Baker Donaldson fees due.	0.40	250.00
03/07/16	Parrish Jimmy D.	Draft Baker Hostetler supplement disclosures.	0.00	0.00
03/08/16	Parrish Jimmy D.	Review and revise Baker Hostetler disclosures.	0.00	0.00

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Black Elk Energy Offshore Operations LLC

Invoice Date: 04/19/16  
 Invoice Number: 50230561  
 Matter Number: 047878.000204  
 Page 4

Date	Name	Description	Hours	Amount
03/08/16	Parrish Jimmy D.	Talk with Ms. Powell regarding Baker Hostetler supplement disclosure.	0.00	0.00
03/09/16	Parrish Jimmy D.	Review and revise Baker Hostetler supplement disclosure.	0.00	0.00
03/09/16	Rose Jorian L.	Review second supplemental affidavit.	0.00	0.00
03/10/16	Green Elizabeth A.	Review outline for fee application.	0.80	500.00
03/10/16	Lane Deanna L	Drafting circulation email and monthly expense report for B&H	1.60	400.00
03/10/16	Lane Deanna L	Draft circulation email and monthly expense report for Black Hill Partners	0.80	200.00
03/11/16	Rose Jorian L.	Review Ryan retention documents and application.	0.80	584.80
03/15/16	Lane Deanna L	Review of engagement letter with Ryan, LLC in order to draft application to retain Ryan, LLC; drafted application to retain Ryan, LLC and related verified statement; prepared a list of creditors for Ryan, LLC's review; sent all to Mr. Rose for his review	1.30	325.00
03/16/16	Lane Deanna L	Receipt and review of Blackhill expenses for February 2016; prepared Fifth Monthly Statement of Expenses for Blackhill Partners; circulated same to Notice Parties	0.80	200.00
03/18/16	Lane Deanna L	Finalizing and circulating the Fourth Monthly Statement of B&H to the notice parties	1.30	325.00
03/22/16	Parrish Jimmy D.	Draft affidavit in support of Baker Hostetler fee application.	1.80	945.00
03/22/16	Parrish Jimmy D.	Review issues regarding evidence for interim fee application hearing.	1.00	525.00
03/23/16	Green Elizabeth A.	Review and revise affidavit in support of fees.	0.40	250.00
03/23/16	Parrish Jimmy D.	Review and revise Green affidavit for first interim fee application.	1.20	630.00

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Black Elk Energy Offshore Operations LLC

Invoice Date: 04/19/16

Invoice Number: 50230561

Matter Number: 047878.000204

Page 5

Date	Name	Description	Hours	Amount
03/24/16	Green Elizabeth A.	Attend hearing on fee applications and status.	0.70	437.50
03/24/16	Green Elizabeth A.	Review Baker Donaldson fee application for hearing and prepare proffer.	0.70	437.50
03/24/16	Green Elizabeth A.	Review fee application of Baker & Hostetler for hearing and prepare proffer.	1.20	750.00
03/24/16	Lane Deanna L	Initial drafting of Fifth Monthly Statement of B&H for March 2016	0.30	75.00
03/24/16	Lane Deanna L	Initial drafting of Sixth Expense Statement of Blackhill Partners for March 2016	0.30	75.00
03/24/16	Lane Deanna L	Initial drafting of First Interim Expense Application of Blackhill Partners; initial drafting of certification of Jeff Jones; initial drafting of Notice of Hearing on same	3.80	950.00
03/24/16	Rose Jorian L.	Email correspondence regarding questions for United States Trustee for fee application.	0.40	292.40
03/25/16	Lane Deanna L	Final drafting of First Interim Expense Application of Blackhill Partners; final drafting of certification of Jeff Jones; final drafting of Notice of Hearing on same	1.50	375.00
03/30/16	Johnson Pamela Gale	Draft application to employ Mr. Dills as special counsel and order.	1.20	799.20
<b>Total</b>			<b>25.30</b>	<b>10,076.40</b>

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Black Elk Energy Offshore Operations, LLC  
3100 South Gessner, Ste. 210  
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Invoice Date: 04/19/16  
Invoice Number: 50230560  
B&H File Number: 07939/047878/000205  
Taxpayer ID Number: 34-0082025  
Page 1

**Regarding: Plan of Reorganization**

For professional services rendered through March 31, 2016

**BALANCE FOR THIS INVOICE DUE BY 05/19/16 \$ 62,951.30**

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**Invoice No: 50230560**

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(407) 649-3923  
efsanchez@bakerlaw.com

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3100 South Gessner, Ste. 210  
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Invoice Date: 04/19/16  
Invoice Number: 50230560  
B&H File Number: 07939/047878/000205  
Taxpayer ID Number: 34-0082025  
Page 2

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Regarding: Plan of Reorganization

For professional services rendered through March 31, 2016

Fees \$ 62,951.30

BALANCE FOR THIS INVOICE DUE BY 05/19/16 \$ 62,951.30

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Black Elk Energy Offshore Operations LLC

Invoice Date: 04/19/16  
 Invoice Number: 50230560  
 Matter Number: 047878.000205  
 Page 3

Regarding: Plan of Reorganization

Matter Number: 047878.000205

Name	Hours	Rate	Amount
Green Elizabeth A.	8.40	\$ 625.00	\$ 5,250.00
Kristiansen Eric W	49.00	590.00	28,910.00
Parrish Jimmy D.	11.70	525.00	6,142.50
Rose Jorian L.	12.30	731.00	8,991.30
Esmont Joseph M.	4.50	335.00	1,507.50
Layden Andrew V.	37.00	325.00	12,025.00
Lane Deanna L	0.50	250.00	125.00
<b>Total</b>	<b>123.40</b>	<b>\$</b>	<b>62,951.30</b>

Date	Name	Description	Hours	Amount
03/02/16	Green Elizabeth A.	Telephone call with Lance Gurley regarding non-operated properties and Plan.	0.80	500.00
03/03/16	Kristiansen Eric W	Coordinate and prepare for witness interviews.	0.90	531.00
03/03/16	Kristiansen Eric W	Prepare for and attend meetings with Steve Fuerst and Black Elk personnel related to records of company.	2.60	1,534.00
03/03/16	Kristiansen Eric W	Chronology of financial transactions and issues with electronic data.	2.50	1,475.00
03/03/16	Kristiansen Eric W	Review insider creditor transactions and address multiple action items related to documents and data supporting same and coordinate with vendor to preserve data.	2.00	1,180.00
03/04/16	Kristiansen Eric W	Coordinate recovery of data and multiple conferences with Mr. Mr. Fuerst, Mr. Donaho, Ms. Jenson and Mr. Bekier related to same.	3.30	1,947.00
03/04/16	Kristiansen Eric W	Prepare for and attend meeting with Mr.	1.50	885.00

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Black Elk Energy Offshore Operations LLC

Invoice Date: 04/19/16  
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 Matter Number: 047878.000205  
 Page 4

Date	Name	Description	Hours	Amount
		Shulse.		
03/04/16	Kristiansen Eric W	Conference with team related to same.	0.60	354.00
03/04/16	Kristiansen Eric W	Address issues raised by additional records kept outside of client's control.	1.10	649.00
03/08/16	Lane Deanna L	Drafting order granting fifth extension for exclusivity period for Ms. Green;	0.50	125.00
03/09/16	Green Elizabeth A.	Review order on exclusivity.	0.20	125.00
03/15/16	Kristiansen Eric W	Investigate, analyze and address issues related to transfers of debtor funds.	5.50	3,245.00
03/16/16	Kristiansen Eric W	Continue review of transfers and evidence related to same.	4.50	2,655.00
03/17/16	Kristiansen Eric W	Continue to investigate transfers and company documentation in support of same.	3.50	2,065.00
03/17/16	Rose Jorian L.	Email correspondence and telephone conference with Blackhill, counsel to W&T and Merit regarding certain abandonment issues and surety demands.	0.50	365.50
03/18/16	Kristiansen Eric W	Continue to investigate transfers and documentation in support of same; conferences related to same.	6.00	3,540.00
03/22/16	Green Elizabeth A.	Review non operating interests.	0.70	437.50
03/22/16	Green Elizabeth A.	Review options regarding plan, non operating interests, trusts and collateral for structure of plan.	0.90	562.50
03/22/16	Layden Andrew V.	Review issues regarding Chapter 11 plan.	1.30	422.50
03/22/16	Rose Jorian L.	Review non-operating spreadsheet and potential business plan.	1.30	950.30
03/22/16	Rose Jorian L.	Conference call with Ms. Green and Mr. Layden regarding plan structure and disclosure statement drafting.	0.80	584.80
03/23/16	Green Elizabeth A.	Review non operating list and consider	0.90	562.50

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Invoice Date: 04/19/16  
 Invoice Number: 50230560  
 Matter Number: 047878.000205  
 Page 5

Date	Name	Description	Hours	Amount
		options for the plan.		
03/23/16	Green Elizabeth A.	Telephone call with Lance Gurley regarding non operating interest and plan.	1.10	687.50
03/23/16	Kristiansen Eric W	Attend to follow up issues raised during meeting with client representatives pertaining to transfers from Black Elk accounts.	2.00	1,180.00
03/23/16	Kristiansen Eric W	Attend meeting at client office with Mr. Fuerst, Ms. Thompson and Ms. Sellers related to transfers from Black Elk accounts.	1.50	885.00
03/23/16	Kristiansen Eric W	Prepare for meeting at Black Elk pertaining to tracing of transfers from Black Elk accounts.	2.50	1,475.00
03/23/16	Layden Andrew V.	Draft plan of reorganization.	1.40	455.00
03/23/16	Layden Andrew V.	Review key documents executed in connection with case for purposes of drafting plan of liquidation, including cash collateral motions/orders, DIP agreements and motions/orders, and internal documents summarizing structure of same.	7.10	2,307.50
03/23/16	Parrish Jimmy D.	Review plan of liquidation alternatives.	1.10	577.50
03/23/16	Rose Jorian L.	Conference call with Black Hill regarding non-operating properties plan.	0.70	511.70
03/23/16	Rose Jorian L.	Telephone conference with Mr. Kristiansen and send bank account information for investigation.	0.60	438.60
03/24/16	Green Elizabeth A.	Telephone call with Lance Gurley regarding plan of reorganization.	0.80	500.00
03/24/16	Layden Andrew V.	Continue drafting plan of reorganization.	6.90	2,242.50
03/24/16	Parrish Jimmy D.	Review Black Elk plan alternatives.	2.10	1,102.50
03/24/16	Rose Jorian L.	Telephone conference with Mr. Gurley regarding non-operating assets plan.	0.60	438.60

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Invoice Date: 04/19/16  
 Invoice Number: 50230560  
 Matter Number: 047878.000205  
 Page 6

Date	Name	Description	Hours	Amount
03/24/16	Rose Jorian L.	Telephone conferences with counsel for Noteholders regarding plan structure and timing.	0.50	365.50
03/24/16	Rose Jorian L.	Telephone conference with independent directors regarding status of plan and funding.	0.50	365.50
03/25/16	Kristiansen Eric W	Continue to trace funds related to transfers from Black Elk accounts.	2.50	1,475.00
03/25/16	Layden Andrew V.	Continue drafting plan of reorganization.	6.70	2,177.50
03/25/16	Parrish Jimmy D.	Review issues regarding DIP Order restrictions on Plan terms and plan alternatives.	1.10	577.50
03/25/16	Rose Jorian L.	Telephone conference with Mr. Goodwin regarding plan structure issues.	0.50	365.50
03/26/16	Layden Andrew V.	Continue drafting plan of reorganization.	5.10	1,657.50
03/28/16	Esmont Joseph M.	Avoidance Aetna -- Analyze fund transfers, including discussion with Mr. Kristiansen.	1.50	502.50
03/28/16	Green Elizabeth A.	Review issues regarding plan structure.	1.40	875.00
03/28/16	Kristiansen Eric W	Analyze information related to transfers and prepare spreadsheet related to same.	1.00	590.00
03/28/16	Parrish Jimmy D.	Review plan alternatives.	2.80	1,470.00
03/28/16	Rose Jorian L.	Review and revise Plan of Reorganization.	1.40	1,023.40
03/29/16	Esmont Joseph M.	Analyze fund transfers, including call with Mr. Kristiansen.	3.00	1,005.00
03/29/16	Green Elizabeth A.	Review plan structure and trust issues.	0.70	437.50
03/29/16	Kristiansen Eric W	Prepare spreadsheet and analysis of transfers.	1.70	1,003.00
03/29/16	Kristiansen Eric W	Review subpoena responses for information related to recipients of funds from client accounts.	1.80	1,062.00
03/29/16	Kristiansen Eric W	Review client documents and e-mails	2.00	1,180.00

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Black Elk Energy Offshore Operations LLC

Invoice Date: 04/19/16

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Matter Number: 047878.000205

Page 7

Date	Name	Description	Hours	Amount
		exchanged contemporaneously with various transactions and transfers of funds from Black Elk accounts.		
03/29/16	Layden Andrew V.	Revise plan of liquidation and circulate revised version to Ms. Green, Mr. Rose and Mr. Parrish.	5.50	1,787.50
03/29/16	Layden Andrew V.	Review issues regarding necessary revisions to draft plan of liquidation.	1.30	422.50
03/29/16	Parrish Jimmy D.	Review plan alternatives.	1.40	735.00
03/29/16	Parrish Jimmy D.	Review and revise plan.	2.00	1,050.00
03/29/16	Rose Jorian L.	Review and revise Plan of Reorganization.	1.80	1,315.80
03/29/16	Rose Jorian L.	Conference call with Messrs. Layden and Parrish regarding Plan revisions.	0.80	584.80
03/30/16	Green Elizabeth A.	Review issues regarding Black Elk plan.	0.90	562.50
03/30/16	Parrish Jimmy D.	Review government treatment alternatives for plan.	1.20	630.00
03/30/16	Rose Jorian L.	Meeting with Mr. Gurley and Committee regarding plan related issues.	0.50	365.50
03/30/16	Rose Jorian L.	Telephone conferences with Mr. Gurley regarding revisions to the Plan.	0.70	511.70
03/31/16	Layden Andrew V.	Research regarding potential subrogation rights of P&A predecessors-in-interests.	1.70	552.50
03/31/16	Rose Jorian L.	Telephone conference with Mr. Marion regarding non-operating property bonding for plan.	0.50	365.50
03/31/16	Rose Jorian L.	Telephone conferences with Blackhill regarding plan amendments for government claims.	0.60	438.60
<b>Total</b>			<b>123.40</b>	<b>62,951.30</b>

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Invoice Date: 04/19/16  
Invoice Number: 50230559  
B&H File Number: 07939/047878/000206  
Taxpayer ID Number: 34-0082025  
Page 1

Regarding: Claims

For professional services rendered through March 31, 2016

**BALANCE FOR THIS INVOICE DUE BY 05/19/16 \$ 41,612.86**

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efsanchez@bakerlaw.com

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Invoice Date: 04/19/16  
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B&H File Number: 07939/047878/000206  
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Page 2

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Regarding: Claims

For professional services rendered through March 31, 2016

Fees \$ 41,589.10

Expenses \$ 23.76

BALANCE FOR THIS INVOICE DUE BY 05/19/16 \$ 41,612.86

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Black Elk Energy Offshore Operations LLC

Invoice Date: 04/19/16

Invoice Number: 50230559

Matter Number: 047878.000206

Page 3

Regarding: Claims

Matter Number: 047878.000206

Name	Hours	Rate	Amount
Green Elizabeth A.	7.50	\$ 625.00	\$ 4,687.50
Johnson Pamela Gale	1.70	666.00	1,132.20
Parrish Jimmy D.	13.80	525.00	7,245.00
Rose Jorian L.	23.40	731.00	17,105.40
Esmont Joseph M.	0.40	335.00	134.00
Klidonas George	5.00	500.00	2,500.00
Layden Andrew V.	12.80	325.00	4,160.00
Lane Deanna L.	18.50	250.00	4,625.00
<b>Total</b>	<b>83.10</b>	<b>\$</b>	<b>41,589.10</b>

Date	Name	Description	Hours	Amount
03/02/16	Green Elizabeth A.	Review status of criminal matter.	0.60	375.00
03/02/16	Rose Jorian L.	Telephone conferences with counsel for Mr. Latkin regarding claims response issues.	0.50	365.50
03/03/16	Green Elizabeth A.	Review issue regarding extension of time to object to Noteholder claims.	0.40	250.00
03/03/16	Rose Jorian L.	Telephone conference with Mr. Gurley regarding non-operating well settlements and claims.	0.60	438.60
03/04/16	Rose Jorian L.	Review and revise term sheet for settlement of Shell claims.	1.60	1,169.60
03/07/16	Johnson Pamela Gale	Attention to electronic correspondence from Mr. Tamplain concerning administrative expense claim alleged being owed to Rooster Petroleum; forward same to Ms. Green and Mr. Parrish for further handling.	0.20	133.20
03/07/16	Johnson Pamela Gale	Attention to electronic correspondence from Mr. Raschle concerning pending court	0.20	133.20

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 Page 4

Date	Name	Description	Hours	Amount
		hearing on March 24, 2016 and whether his claim will be addressed at the hearing; responsive e-mail to Mr. Raschle concerning matter administration for hearing on attorney's fees only.		
03/07/16	Layden Andrew V.	Draft Response in Opposition to Ladkin Motion for Administrative Expense Claim.	0.60	195.00
03/07/16	Layden Andrew V.	Research basis for response to Ladkin Motion for Administrative Expense Claim.	3.70	1,202.50
03/07/16	Parrish Jimmy D.	Talk with Ms. Candilora regarding Freedom Well claims.	0.10	52.50
03/08/16	Layden Andrew V.	Research regarding whether post-petition administrative claim can be subject to disallowance under 502(d).	0.80	260.00
03/08/16	Layden Andrew V.	Draft response to request for administrative expense of Jed Ladken.	1.70	552.50
03/08/16	Parrish Jimmy D.	Talk with Ms. Shearer regarding Aspen premiums.	0.10	52.50
03/08/16	Rose Jorian L.	Telephone conferences with Messrs. Wearsch and Gurley regarding Northstar issues.	0.40	292.40
03/09/16	Layden Andrew V.	Draft response to Latkin request for administrative expense claim.	1.10	357.50
03/09/16	Rose Jorian L.	Conference call with Platinum's counsel regarding Northstar review.	0.40	292.40
03/10/16	Esmont Joseph M.	Review information from Mr. Francis regarding claims against the estate.	0.40	134.00
03/10/16	Lane Deanna L.	Downloading additional Proof of Claims; adding same to claim spreadsheet	2.60	650.00
03/10/16	Layden Andrew V.	Finalize proposed response to Latkin request for administrative expense.	2.10	682.50
03/10/16	Rose Jorian L.	Email and telephone conference with Mr. Gurley and counsel to Shell and Hess regarding term sheet on settlement.	0.60	438.60

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Date	Name	Description	Hours	Amount
03/11/16	Layden Andrew V.	Finalize response to Latkin administrative expense claim.	0.50	162.50
03/11/16	Rose Jorian L.	Telephone conference and email correspondence with Mr. Alaniz regarding Northstar.	0.50	365.50
03/11/16	Rose Jorian L.	Review objection to Latkin's administrative claim.	0.90	657.90
03/14/16	Rose Jorian L.	Conference calls with counsel to Shell and Hess regarding certain non-operating properties.	0.60	438.60
03/15/16	Lane Deanna L	Continuation of the downloading and review of filed claims in order to update the scheduled and filed claims spreadsheet	2.40	600.00
03/15/16	Rose Jorian L.	Telephone conferences with Ms. Thomson and Mr. Layden regarding Latkin administrative claim request.	0.70	511.70
03/16/16	Lane Deanna L	Edited spreadsheet of scheduled and filed claims with additional information provided by Mr. Fuerst	0.50	125.00
03/16/16	Layden Andrew V.	Finalize proposed response to Latkin administrative expense claim and circulate for comment.	0.90	292.50
03/16/16	Layden Andrew V.	Review expense reports submitted by Latkin for possible inclusion in response to Latkin administrative expense claim.	0.50	162.50
03/16/16	Rose Jorian L.	Review Northstar collateral summary and question from counsel for Nippon.	0.70	511.70
03/16/16	Rose Jorian L.	Review and revise objection to administrative expense claim filed by Mr. Latkin.	1.40	1,023.40
03/17/16	Layden Andrew V.	Finalize Latkin response and circulate to Committee for comment/joinder.	0.90	292.50
03/17/16	Rose Jorian L.	Review independent directors' consent to criminal matter appearance.	0.60	438.60

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Date	Name	Description	Hours	Amount
03/18/16	Green Elizabeth A.	Meeting David Curry regarding JAB.	0.30	187.50
03/22/16	Johnson Pamela Gale	Research status of BP lawsuit (.30); Office conference with E. Green and Mr. Dills regarding representation in federal district court on BP matter (1.0).	1.30	865.80
03/22/16	Parrish Jimmy D.	Review issues regarding predecessor administrative claim alternatives.	0.30	157.50
03/22/16	Parrish Jimmy D.	Talk with Mr. Gurley regarding administrative claim analysis.	0.10	52.50
03/22/16	Rose Jorian L.	Telephone conferences with Ms. Peterson and forward information for claims analysis.	0.40	292.40
03/22/16	Rose Jorian L.	Telephone conference with Mr. Layden regarding research on administrative claims for certain decommissioning obligations.	0.40	292.40
03/23/16	Green Elizabeth A.	Telephone call with Lance Gurley regarding JAB.	0.40	250.00
03/23/16	Green Elizabeth A.	Meeting with Bill Dills regarding BP litigation.	0.60	375.00
03/23/16	Parrish Jimmy D.	Review issues regarding JOA rejection alternatives.	1.20	630.00
03/23/16	Parrish Jimmy D.	Review issues regarding non-op administrative claim liability and plan implications.	1.10	577.50
03/23/16	Parrish Jimmy D.	Talk with Mr. Gurley regarding administrative claim analysis.	0.60	315.00
03/23/16	Rose Jorian L.	Telephone conference and emails to counsel for Mr. Latkin regarding potential action claim issues.	0.70	511.70
03/23/16	Rose Jorian L.	Conference call with Mr. Curry regarding potential administrative claim issue for JAB.	1.20	877.20
03/24/16	Green Elizabeth A.	Telephone call with Dave Curry and Lance Gurley regarding JAB claim.	0.40	250.00

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Date	Name	Description	Hours	Amount
03/24/16	Green Elizabeth A.	Telephone call with Dave Curry regarding JAB issues.	0.40	250.00
03/24/16	Green Elizabeth A.	Telephone call with Matt Chester regarding status of criminal case.	0.60	375.00
03/24/16	Parrish Jimmy D.	Review issues regarding potential administrative claim liability and plan implications.	0.40	210.00
03/24/16	Parrish Jimmy D.	Talk with Mr. Gurley and Mr. Rose regarding non-op administrative claim liability issues.	0.60	315.00
03/24/16	Rose Jorian L.	Email correspondence with Mr. Chester claims from US Government.	0.40	292.40
03/24/16	Rose Jorian L.	Telephone conferences with Messrs. Curry and Parrish regarding JAB settlement.	0.50	365.50
03/25/16	Green Elizabeth A.	Review strategy regarding administrative claims and estimation.	1.10	687.50
03/25/16	Green Elizabeth A.	Review JAB proposal.	0.10	62.50
03/25/16	Green Elizabeth A.	Telephone call with Lance Gurley regarding JAB.	0.40	250.00
03/25/16	Green Elizabeth A.	Review and revise administrative claims bar date motion.	0.60	375.00
03/25/16	Parrish Jimmy D.	Review issues necessity of administrative claims bar date and plan implications.	0.70	367.50
03/25/16	Parrish Jimmy D.	Draft notice regarding administrative claims bar date.	1.00	525.00
03/25/16	Parrish Jimmy D.	Draft order granting motion to establish administrative claims bar date.	1.00	525.00
03/25/16	Parrish Jimmy D.	Draft motion to set administrative claims bar date.	1.60	840.00
03/25/16	Rose Jorian L.	Email correspondence and telephone conferences with Committee regarding JAB settlement discussions.	0.50	365.50

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Date	Name	Description	Hours	Amount
03/25/16	Rose Jorian L.	Telephone conference with Mr. Fuerst regarding prior PSA for pre-petition period.	0.30	219.30
03/25/16	Rose Jorian L.	Conference call with Mr. Gurley regarding potential assets from prior PSA deals pre-petition.	0.70	511.70
03/28/16	Klidonas George	Conduct legal research regarding administrative priority claims and extent to which debtor must pay on account of JOA.	2.50	1,250.00
03/28/16	Lane Deanna L	Reviewing claims 1-50 and adding same to claims spreadsheet; reviewing Schedule F claims	3.00	750.00
03/28/16	Parrish Jimmy D.	Review issues regarding potential JIB administrative claims and counter arguments to allowance.	1.20	630.00
03/28/16	Parrish Jimmy D.	Review issues regarding bar date applicability to contingent administrative claims.	0.20	105.00
03/28/16	Parrish Jimmy D.	Review government administrative claim alternatives.	1.10	577.50
03/28/16	Parrish Jimmy D.	Review JOA lease rejection alternatives.	0.80	420.00
03/28/16	Parrish Jimmy D.	Talk with Mr. Beskow regarding JOA cost benefit analysis.	0.70	367.50
03/29/16	Green Elizabeth A.	Review issues regarding estimation of claims.	0.80	500.00
03/29/16	Klidonas George	Review Jed Latkin's motion for administrative claim and draft stipulated order regarding same.	1.50	750.00
03/29/16	Lane Deanna L	Reviewing claims 51-100 and adding same to claims spreadsheet; reviewing Schedule F claims	3.00	750.00
03/29/16	Parrish Jimmy D.	Talk with Mr. Curry regarding administrative claim analysis and JAB status.	0.60	315.00
03/29/16	Parrish Jimmy D.	Review issues regarding administrative claims bar date revisions.	0.20	105.00

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Date	Name	Description	Hours	Amount
03/29/16	Rose Jorian L.	Telephone conference with Mr. Gurley regarding potential release of Maritech escrow money.	0.50	365.50
03/29/16	Rose Jorian L.	Telephone conference with Ms. Sellers regarding status of Maritech Bonds to be replaced.	0.40	292.40
03/29/16	Rose Jorian L.	Review Maritech and Renaissance PSA for collateral replacement issues.	0.90	657.90
03/30/16	Green Elizabeth A.	Review issues regarding administrative claims bar date and estimation.	0.80	500.00
03/30/16	Lane Deanna L	Reviewing claims 101-150 and adding same to claims spreadsheet; reviewing Schedule F claims	3.50	875.00
03/30/16	Parrish Jimmy D.	Review and revise administrative claims bar date order.	0.20	105.00
03/30/16	Rose Jorian L.	Review motion for sale and settlement of Hess and Shell claims.	1.80	1,315.80
03/30/16	Rose Jorian L.	Review and revise settled order for administrative claim issue.	0.40	292.40
03/30/16	Rose Jorian L.	Revisions to the administrative bar date order.	0.70	511.70
03/30/16	Rose Jorian L.	Attend hearing on administrative bar date.	1.10	804.10
03/31/16	Klidonas George	Revise stipulated order regarding Jed Latkin administrative expense claim and discussion regarding same with Mr. Rose.	1.00	500.00
03/31/16	Lane Deanna L	Reviewing claims 151-207 and adding same to claims spreadsheet; reviewing Schedule D and Schedule E claims	3.50	875.00
03/31/16	Rose Jorian L.	Review Blackhill administrative claims analysis.	0.80	584.80
03/31/16	Rose Jorian L.	Telephone conferences with Mr. Gurley regarding bond release issues.	0.40	292.40

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Date	Name	Description	Hours	Amount
03/31/16	Rose Jorian L.	Telephone conference with Ms. Sellers regarding potential bond releases and Maritech.	0.50	365.50
03/31/16	Rose Jorian L.	Review and revise claims order for Latkin.	0.80	584.80
03/31/16	Rose Jorian L.	Telephone conferences with Mr. Klidonas regarding stipulated administrative claim issue.	0.50	365.50
<b>Total</b>			<b>83.10</b>	<b>41,589.10</b>

**Expenses and Other Charges**

03/07/16	Westlaw Research - 03/07/16 by LAYDEN ANDREW V	23.76
<b>Subtotal - Automated Research (E106)</b>		<b>23.76</b>
<b>Total</b>		<b>\$ 23.76</b>

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Invoice Date: 04/19/16  
Invoice Number: 50230558  
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Taxpayer ID Number: 34-0082025  
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**Regarding: Secured Creditors**

For professional services rendered through March 31, 2016

**BALANCE FOR THIS INVOICE DUE BY 05/19/16 \$ 262.50**

## Remittance Copy

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**Invoice No: 50230558**

**Firm Contact Information**

Elie Sanchez  
(407) 649-3923  
efsanchez@bakerlaw.com

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**Cleveland, OH 44190-0189**

**Reference Invoice No:**  
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**Regarding: Secured Creditors**

For professional services rendered through March 31, 2016

**Fees** \$ **262.50**

**BALANCE FOR THIS INVOICE DUE BY 05/19/16** \$ **262.50**

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Regarding: Secured Creditors

Matter Number: 047878.000207

Name	Hours	Rate	Amount
Parrish Jimmy D.	0.50	\$ 525.00	\$ 262.50
<b>Total</b>	<b>0.50</b>		<b>\$ 262.50</b>

Date	Name	Description	Hours	Amount
03/28/16	Parrish Jimmy D.	Review issues regarding Sea Robin Stay Relief request.	0.30	157.50
03/28/16	Parrish Jimmy D.	Talk with Ms. Tellegen regarding Sea Robin stay relief.	0.20	105.00
	<b>Total</b>		<b>0.50</b>	<b>262.50</b>

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Regarding: **Adversary Matters**

For professional services rendered through March 31, 2016

**BALANCE FOR THIS INVOICE DUE BY 05/19/16      \$      21,783.70**

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**Firm Contact Information**

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efsanchez@bakerlaw.com

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Regarding: **Adversary Matters**

For professional services rendered through March 31, 2016

**Fees** \$ **21,783.70**

**BALANCE FOR THIS INVOICE DUE BY 05/19/16** \$ **21,783.70**

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Regarding: Adversary Matters

Matter Number: 047878.000208

Name	Hours	Rate	Amount
Green Elizabeth A.	1.60	\$ 625.00	\$ 1,000.00
Jenson Karin Scholz	1.10	670.00	737.00
Kristiansen Eric W	10.10	590.00	5,959.00
Parrish Jimmy D.	4.40	525.00	2,310.00
Rose Jorian L.	1.70	731.00	1,242.70
Donaho Thomas A.	1.00	385.00	385.00
Esmont Joseph M.	4.80	335.00	1,608.00
Layden Andrew V.	13.90	325.00	4,517.50
Lane Deanna L	0.50	250.00	125.00
Lasko Seth D.	10.10	380.00	3,838.00
McDonald Michael H.	0.30	205.00	61.50
<b>Total</b>	<b>49.50</b>		<b>\$ 21,783.70</b>

Date	Name	Description	Hours	Amount
03/01/16	Lasko Seth D.	Follow up with Mr. Layden and Evolve Discovery regarding processing additional search hits for custodians Joe Bruno and Linda Sellers.	0.30	114.00
03/01/16	McDonald Michael H.	Prepare privileged emails for upcoming vendor processing.	0.30	61.50
03/02/16	Green Elizabeth A.	Review issues regarding docs produced by J. Bruno.	0.70	437.50
03/02/16	Jenson Karin Scholz	Confer with Mr. Kristianson and Mr. Esmont regarding discovery-related matters.	0.80	536.00
03/02/16	Kristiansen Eric W	Address issues related to data, requests for information, create parameters for work product related to summary of activities, transactions and data-related events on the servers.	2.50	1,475.00

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Date	Name	Description	Hours	Amount
03/02/16	Rose Jorian L.	Meeting with Mr. Kristiansen regarding discovery preservation.	0.60	438.60
03/03/16	Lasko Seth D.	Review correspondence regarding collecting data from two additional servers.	0.60	228.00
03/03/16	Rose Jorian L.	Telephone conferences with Mr. Kristiansen regarding interviews with former employees.	0.40	292.40
03/04/16	Esmont Joseph M.	Prepare for and return Mr. Roman's call regarding access to Northstar documents.	0.50	167.50
03/04/16	Green Elizabeth A.	Review Albit Systems request to produce.	0.40	250.00
03/04/16	Lasko Seth D.	Review correspondence regarding latest evidence collection from client.	0.30	114.00
03/07/16	Esmont Joseph M.	Correspond with counsel for Capital One regarding payment agreement negotiated for expedited document discovery in potential cash collateral fight.	0.20	67.00
03/07/16	Esmont Joseph M.	Plan additional document requests from Northstar.	1.30	435.50
03/07/16	Esmont Joseph M.	Correspond with counsel for Ad Hoc and Creditors' Committees regarding Northstar confidentiality agreements.	0.40	134.00
03/07/16	Parrish Jimmy D.	Review issues regarding Elbit Systems subpoena and response.	0.40	210.00
03/08/16	Lasko Seth D.	Touch base with Mr. Martin regarding recent collection.	0.20	76.00
03/08/16	Lasko Seth D.	Follow up with Mr. Esmont regarding processing and loading documents for the item level privilege log.	0.40	152.00
03/08/16	Lasko Seth D.	Follow up with Mr. Layden regarding processing and searching request.	0.10	38.00
03/08/16	Layden Andrew V.	Review issues regarding subpoena issued to the debtor in connection with unrelated litigation.	0.80	260.00

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Date	Name	Description	Hours	Amount
03/08/16	Layden Andrew V.	Research regarding debtor's ability to enter into common interest agreement without bankruptcy court approval.	1.60	520.00
03/08/16	Layden Andrew V.	Research regarding subpoena for documents served to debtor.	0.40	130.00
03/09/16	Esmont Joseph M.	Plan additional document disclosures needed from Northstar.	0.70	234.50
03/09/16	Esmont Joseph M.	Correspond with Mr. Gurley regarding documents needed from Northstar.	0.40	134.00
03/09/16	Esmont Joseph M.	Call with Platinum regarding Northstar settlement options.	0.40	134.00
03/09/16	Esmont Joseph M.	Call with Mr. Wearsch regarding Northstar settlement options.	0.20	67.00
03/09/16	Green Elizabeth A.	Review issues regarding criminal indictment and amendment of indictment.	0.50	312.50
03/09/16	Layden Andrew V.	Review issues regarding subpoena issued to Black Elk in connection with the Elbit Systems civil case, and Black Elk's response thereto.	2.60	845.00
03/10/16	Parrish Jimmy D.	Talk with Mr. Alaniz regarding TKN transaction.	0.10	52.50
03/10/16	Parrish Jimmy D.	Review issues regarding TKN/Committee compromise alternatives.	0.30	157.50
03/11/16	Esmont Joseph M.	Correspond with Committee regarding Northstar documents.	0.20	67.00
03/11/16	Layden Andrew V.	Review issues regarding subpoena duces tecum served on Black Elk and potential limitations on same.	0.80	260.00
03/11/16	Layden Andrew V.	Telephone conference with Plaintiff's lawyer regarding subpoena duces tecum served on Black Elk and potential limitations on same.	0.50	162.50
03/11/16	Layden Andrew V.	Telephone conference with Defendant's	0.30	97.50

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Date	Name	Description	Hours	Amount
		lawyer regarding subpoena duces tecum served on Black Elk and potential limitations on same.		
03/11/16	Rose Jorian L.	Conference call with Mr. Beskow regarding budget items.	0.40	292.40
03/14/16	Rose Jorian L.	Email correspondence with counsel for criminal matter regarding corporate authority.	0.30	219.30
03/15/16	Layden Andrew V.	Telephone call with Ronald McAdams regarding Black Elk's response to Ebit Systems' Subpoena.	0.20	65.00
03/15/16	Parrish Jimmy D.	Review Committee subpoena requests to Argo and Liberty.	0.20	105.00
03/16/16	Parrish Jimmy D.	Review Committee subpoena to Traveler's.	0.10	52.50
03/17/16	Lane Deanna L	Receipt of recent deposition transcripts and exhibits from Ms. McHenry for adding to g:share drive	0.50	125.00
03/17/16	Layden Andrew V.	Telephone call with party serving subpoena to Black Elk regarding potential response to subpoena.	0.30	97.50
03/17/16	Layden Andrew V.	Correspondence with Digi-Key representative regarding alleged preference.	0.30	97.50
03/21/16	Lasko Seth D.	Coordinate with Evolve discovery to process data for Frank Bair for a third party subpoena response, as requested by Mr. Layden.	0.70	266.00
03/21/16	Lasko Seth D.	Discuss 3rd party subpoena response with Mr. Layden.	0.60	228.00
03/21/16	Layden Andrew V.	Telephone call with counsel for Blue Tide regarding subpoena to Black Elk and response thereto.	0.30	97.50
03/21/16	Layden Andrew V.	Telephone call with Ronald McAdams (Debtor's IT employee) regarding documents responsive to subpoena to	0.50	162.50

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Date	Name	Description	Hours	Amount
		Black Elk and specifics regarding technology used by Black Elk.		
03/21/16	Layden Andrew V.	Review issues regarding Black Elk response to subpoena.	1.00	325.00
03/22/16	Lasko Seth D.	Follow up with Mr. Layden and Evolve Discovery regarding additional collection for Frank Bair.	1.50	570.00
03/22/16	Parrish Jimmy D.	Review issues regarding JAB/Committee litigation and status.	0.60	315.00
03/23/16	Donaho Thomas A.	Review Notice of Dismissal for Want of Prosecution; confer with court clerk and investigate need for motion to reinstate.	1.00	385.00
03/23/16	Jenson Karin Scholz	Confer with Mr. Kristianson about next steps on electronic information and follow up with Mr. Bekier regarding same.	0.30	201.00
03/23/16	Kristiansen Eric W	Address issues related to condition of electronic data and gaps related to e-mail files that were lost or deleted by others.	1.80	1,062.00
03/23/16	Lasko Seth D.	Follow up with Evolve Discovery regarding additional collection for Frank Bair.	0.60	228.00
03/23/16	Lasko Seth D.	Forward collection logs to Mr. Kristiansen as requested by Mr. Bekier.	0.40	152.00
03/24/16	Kristiansen Eric W	Address issues related to potential motion to reinstate the Vistar lawsuit.	0.50	295.00
03/24/16	Kristiansen Eric W	Review potential gaps in data and reasons therefor, and prepare strategy related to recovering the lost data.	1.80	1,062.00
03/24/16	Parrish Jimmy D.	Review transactional documents related to Energy XXI and Renaissance Escrows and funding requirements.	2.10	1,102.50
03/24/16	Parrish Jimmy D.	Talk with Mr. Gurley regarding Energy XXI and Renaissance escrows.	0.40	210.00
03/28/16	Kristiansen Eric W	Continue review of client documents and third party subpoena responses supporting	1.50	885.00

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Date	Name	Description	Hours	Amount
		reasons for transfers.		
03/28/16	Kristiansen Eric W	Prepare for and attend conference with Mr. Fuerst regarding analysis of transfers and evidence supporting same.	2.00	1,180.00
03/28/16	Lasko Seth D.	Discuss privilege search parameters with Mr. Layden.	0.50	190.00
03/28/16	Layden Andrew V.	Draft and finalize response to subpoena to Black Elk.	2.70	877.50
03/28/16	Layden Andrew V.	Telephone call with Plaintiff's counsel Ali Dhanani regarding Black Elk Response to Subpoena.	0.40	130.00
03/28/16	Layden Andrew V.	Telephone call with Plaintiff's counsel Kurt Calia regarding Black Elk response to subpoena.	0.40	130.00
03/28/16	Layden Andrew V.	Review issues regarding response to Elbit Subpoena.	0.40	130.00
03/29/16	Lasko Seth D.	Coordinate creation of third party document production as requested by Mr. Layden.	0.80	304.00
03/29/16	Lasko Seth D.	Run additional privilege search term as requested by Mr. Layden.	0.90	342.00
03/29/16	Layden Andrew V.	Finalize response to Elbit subpoena to Black Elk.	0.40	130.00
03/29/16	Parrish Jimmy D.	Review issues regarding Vistar reinstatement alternatives.	0.20	105.00
03/30/16	Lasko Seth D.	Update Mr. Layden regarding third party document production.	0.20	76.00
03/31/16	Esmont Joseph M.	Review documents regarding NorthStar; confer with counsel for UCC.	0.50	167.50
03/31/16	Lasko Seth D.	Download and perform quality control check on production BE_ELBIT_001 as requested by Mr. Layden.	2.00	760.00
<b>Total</b>			<b>49.50</b>	<b>21,783.70</b>

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Black Elk Energy Offshore Operations, LLC  
3100 South Gessner, Ste. 210  
Houston, TX 77063

Invoice Date: 04/19/16  
Invoice Number: 50230556  
B&H File Number: 07939/047878/000209  
Taxpayer ID Number: 34-0082025  
Page 1

Regarding: DIP Lending

For professional services rendered through March 31, 2016

**BALANCE FOR THIS INVOICE DUE BY 05/19/16 \$ 135,552.05**

## Remittance Copy

Please include this page with payment

**Invoice No: 50230556**

**Firm Contact Information**

Elie Sanchez  
(407) 649-3923  
efsanchez@bakerlaw.com

**Please Remit To:**  
Baker & Hostetler LLP  
P.O. Box 70189  
Cleveland, OH 44190-0189

**Reference Invoice No:**  
50230556

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KeyBank, N.A., Cleveland, OH  
Account No: 1001516552 / ABA 041001039  
**SWIFT Code: KEYBUS33**

**Email the "Remittance Copy" to**  
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Black Elk Energy Offshore Operations, LLC  
3100 South Gessner, Ste. 210  
Houston, TX 77063

Invoice Date: 04/19/16  
Invoice Number: 50230556  
B&H File Number: 07939/047878/000209  
Taxpayer ID Number: 34-0082025  
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Regarding: DIP Lending

For professional services rendered through March 31, 2016

Fees \$ 132,504.60

Expenses \$ 3,047.45

BALANCE FOR THIS INVOICE DUE BY 05/19/16 \$ 135,552.05

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Regarding: DIP Lending

Matter Number: 047878.000209

Name	Hours	Rate	Amount
Green Elizabeth A.	49.10	\$ 625.00	\$ 30,687.50
Parrish Jimmy D.	1.90	525.00	997.50
Rose Jorian L.	70.10	731.00	51,243.10
Wearsch Thomas M	44.20	675.00	29,835.00
Delaney Michael T.	2.20	405.00	891.00
Esmont Joseph M.	55.30	335.00	18,525.50
Lane Deanna L	1.30	250.00	325.00
<b>Total</b>	<b>224.10</b>	<b>\$</b>	<b>132,504.60</b>

Date	Name	Description	Hours	Amount
03/01/16	Esmont Joseph M.	Prepare for and attend hearing on DIP Credit Agreement.	2.20	737.00
03/01/16	Esmont Joseph M.	Review and revise global term sheet.	1.20	402.00
03/01/16	Esmont Joseph M.	Meet with Department of Justice regarding global term sheet.	1.20	402.00
03/01/16	Esmont Joseph M.	Begin to draft motion for approval of global term sheet.	2.00	670.00
03/01/16	Esmont Joseph M.	Meet with interested parties to discuss terms of potential global term sheet.	1.80	603.00
03/01/16	Esmont Joseph M.	Review and revise draft order relating to Montco Agreement approval.	0.40	134.00
03/01/16	Esmont Joseph M.	Draft notice of filing of Amended Montco Agreement.	0.30	100.50
03/01/16	Esmont Joseph M.	Draft notice of filing of potential global term sheet.	0.30	100.50
03/01/16	Green Elizabeth A.	Meeting with Lance Gurley regarding global	0.60	375.00

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Date	Name	Description	Hours	Amount
		DIP agreement.		
03/01/16	Green Elizabeth A.	Review exhibits for hearing.	0.50	312.50
03/01/16	Green Elizabeth A.	Attend Black Elk hearing on Montco contract and DIP.	2.70	1,687.50
03/01/16	Green Elizabeth A.	Review outline of DIP proposal in preparation for hearing.	0.80	500.00
03/01/16	Green Elizabeth A.	Working group meeting with Sarah Shultz, PJ Woodwine, Omar Alaniz and Lance Gurley in preparation for hearing and work on DIP global term sheet.	3.50	2,187.50
03/01/16	Green Elizabeth A.	Meeting with Marty Beskow regarding three week budget.	0.50	312.50
03/01/16	Rose Jorian L.	Attend hearing on DIP for Noteholders and Argo and revised Montco approval order.	4.10	2,997.10
03/01/16	Rose Jorian L.	Meetings with Argo and Noteholders regarding revised DIP.	2.70	1,973.70
03/01/16	Rose Jorian L.	Review and revise term sheet for Argo and Noteholder DIP.	0.90	657.90
03/01/16	Rose Jorian L.	Meeting with BSEE and BOEM regarding DIP term sheet.	0.40	292.40
03/01/16	Rose Jorian L.	Telephone conference with counsel for Montco regarding DIP loan negotiations with Noteholders.	0.50	365.50
03/01/16	Wearsch Thomas M	Meeting with COEM/BSEE regarding Global Term Sheet.	0.50	337.50
03/01/16	Wearsch Thomas M	Review, revise and negotiate Global Term Sheet for filing.	2.00	1,350.00
03/01/16	Wearsch Thomas M	Attend hearing on Global Term Sheet.	2.00	1,350.00
03/01/16	Wearsch Thomas M	Meeting with parties regarding negotiation of Global Term Sheet.	2.50	1,687.50
03/01/16	Wearsch Thomas M	Prepare for hearing.	1.00	675.00

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Date	Name	Description	Hours	Amount
03/02/16	Esmont Joseph M.	Gather documents for use in preparing credit agreement.	1.30	435.50
03/02/16	Esmont Joseph M.	Teleconference with counsel for Argo and Noteholders regarding documentation of Argo/Noteholder DIP.	0.50	167.50
03/02/16	Esmont Joseph M.	Telephone call with Mr. Curry regarding documents they would require for a potential Northstar resolution, including preparation time.	0.70	234.50
03/02/16	Esmont Joseph M.	Plan response to Northstar demands in phone call.	1.20	402.00
03/02/16	Esmont Joseph M.	Teleconference with Northstar regarding Argo/Noteholder DIP.	1.10	368.50
03/02/16	Esmont Joseph M.	Review Northstar production and documents in preparation for call with Northstar.	1.80	603.00
03/02/16	Esmont Joseph M.	Revise term sheet per discussions on Tuesday with interested parties.	1.10	368.50
03/02/16	Green Elizabeth A.	Review prior ad hoc DIP credit agreement and Montco credit agreement.	0.70	437.50
03/02/16	Rose Jorian L.	Review and revise DIP term sheet including comments from Platinum noteholders and others.	1.40	1,023.40
03/02/16	Rose Jorian L.	Conference call with Mr. Goodwin and Noteholders regarding DIP.	0.70	511.70
03/02/16	Rose Jorian L.	Telephone conference with directors regarding status of DIP hearing.	0.70	511.70
03/02/16	Wearsch Thomas M	Correspondence regarding global Term Sheet.	0.70	472.50
03/03/16	Esmont Joseph M.	Begin preparing Rule 4001 summary of terms.	1.80	603.00
03/03/16	Esmont Joseph M.	Review and analyze Rule 4001 requirements for DIP Credit motions.	1.10	368.50

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Date	Name	Description	Hours	Amount
03/03/16	Esmont Joseph M.	Draft motion to approve new Argo / Noteholder DIP.	2.40	804.00
03/03/16	Green Elizabeth A.	Review issues regarding documents for motion for DIP.	0.80	500.00
03/03/16	Green Elizabeth A.	Review global term sheet regarding settlement.	0.30	187.50
03/03/16	Rose Jorian L.	Email correspondence and telephone conference regarding Mr. Gleit's question regarding cash spent by estate.	0.50	365.50
03/03/16	Rose Jorian L.	Telephone conference with Mr. Wearsch regarding status of DIP loan discussions.	0.50	365.50
03/03/16	Rose Jorian L.	Telephone conference with Mr. Goodwin regarding surety issues and W&J.	0.50	365.50
03/03/16	Rose Jorian L.	Review comments to term sheet by Argonaut and Noteholders.	0.90	657.90
03/03/16	Wearsch Thomas M	Conference call with Ms. Schultz regarding strategy for global Term Sheet.	0.40	270.00
03/04/16	Delaney Michael T.	Review and provide comments regarding the concise statement of the terms of the credit agreement and proposed order	1.70	688.50
03/04/16	Delaney Michael T.	Confer and correspond with Mr. Esmont regarding the concise statement of the terms of the credit agreement and proposed order	0.30	121.50
03/04/16	Esmont Joseph M.	Participate in teleconferences regarding status of Argo / Noteholder DIP credit agreement and preparations for filing.	1.10	368.50
03/04/16	Esmont Joseph M.	Revise DIP Motion to reflect most recent credit agreement terms.	0.80	268.00
03/04/16	Esmont Joseph M.	Plan concise statement for Noteholder/Argo DIP by referring to previously filed versions.	1.30	435.50
03/04/16	Esmont Joseph M.	Cross reference material terms of credit agreement in concise statement.	2.30	770.50

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Date	Name	Description	Hours	Amount
03/04/16	Esmont Joseph M.	Cross reference material terms of proposed DIP Final Order in concise statement.	2.30	770.50
03/04/16	Esmont Joseph M.	Finish first draft of motion to approve Argo / Noteholder DIP.	2.10	703.50
03/04/16	Esmont Joseph M.	Review and implement Mr. Wearsch's revisions to motion to approve Argo/Noteholder DIP.	1.80	603.00
03/04/16	Green Elizabeth A.	Review issues regarding DIP and telephone call with Jorian Rose regarding documents for DIP.	0.60	375.00
03/04/16	Green Elizabeth A.	Review proposed DIP order.	0.30	187.50
03/04/16	Green Elizabeth A.	Conference regarding status of DIP documents and issues related to Argo with Lance Gurley.	0.90	562.50
03/04/16	Rose Jorian L.	Email-correspondence with Noteholders regarding reservation of rights to revise documents for DIP.	0.40	292.40
03/04/16	Rose Jorian L.	Review DIP motion for comments.	1.30	950.30
03/04/16	Rose Jorian L.	Telephone conference with Mr. Goodwin regarding DIP discussions.	0.30	219.30
03/04/16	Wearsch Thomas M	Work to finalize and file DIP Motion.	1.50	1,012.50
03/07/16	Esmont Joseph M.	Gather and review records for production to Department of Justice as part of DIP negotiations.	1.80	603.00
03/07/16	Esmont Joseph M.	Review Northstar production received as part of DIP negotiations.	1.40	469.00
03/07/16	Green Elizabeth A.	Review DIP Order.	0.40	250.00
03/07/16	Parrish Jimmy D.	Review issues regarding DIP and Argo alternatives.	0.40	210.00
03/07/16	Rose Jorian L.	Review and revise DIP Order for Argonaut and Noteholder DIP.	1.80	1,315.80
03/07/16	Rose Jorian L.	Telephone conferences with Blackhill	0.50	365.50

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Date	Name	Description	Hours	Amount
		regarding status of DIP.		
03/07/16	Wearsch Thomas M	Telephone call with Mr. Rose regarding financing options.	0.10	67.50
03/07/16	Wearsch Thomas M	Telephone call with Ms. Schultz regarding financing options.	0.50	337.50
03/08/16	Esmont Joseph M.	Confer on status of DIP with Ms. Green and Messrs. Wearsch and Rose.	0.80	268.00
03/08/16	Green Elizabeth A.	Review proposed credit agreement and order.	0.90	562.50
03/08/16	Green Elizabeth A.	Update call regarding status of DIP with Blackhill and team.	0.80	500.00
03/08/16	Rose Jorian L.	Conference call with counsel for Montco regarding DIP status.	0.40	292.40
03/08/16	Rose Jorian L.	Conference calls with Messrs. Wearsch and Gurley regarding DIP.	0.60	438.60
03/08/16	Rose Jorian L.	Review and revise DIP Order for Argo and Noteholder Joint DIP Loan.	2.30	1,681.30
03/08/16	Wearsch Thomas M	Telephone call with Mr. Gurley regarding Global Term Sheet.	0.20	135.00
03/08/16	Wearsch Thomas M	Telephone call with Mr. Rose regarding Global Term Sheet.	0.30	202.50
03/08/16	Wearsch Thomas M	Telephone call with Mr. Okin regarding Global Term Sheet.	0.30	202.50
03/08/16	Wearsch Thomas M	Review and revise Final Order and Credit Agreement.	0.90	607.50
03/09/16	Esmont Joseph M.	Correspond with the Creditors' Committee regarding documents they seek from Northstar.	0.40	134.00
03/09/16	Green Elizabeth A.	Review final order regarding Ad Hoc DIP.	0.70	437.50
03/09/16	Rose Jorian L.	Telephone conferences with Messrs. Gurley and Beskow regarding status of DIP.	0.60	438.60

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Date	Name	Description	Hours	Amount
03/09/16	Rose Jorian L.	Conference call with counsel for Noteholders regarding status of DIP.	0.50	365.50
03/09/16	Rose Jorian L.	Conference call with Mr. Goodwin regarding status of DIP.	0.60	438.60
03/09/16	Rose Jorian L.	Review draft Credit Agreement for Argo and Noteholder DIP.	2.30	1,681.30
03/09/16	Wearsch Thomas M	Telephone call with Mr. Gurley regarding global Term Sheet.	0.10	67.50
03/09/16	Wearsch Thomas M	Telephone call with Mr. Rose regarding global Term Sheet.	0.30	202.50
03/09/16	Wearsch Thomas M	Telephone call with Ms. Schultz regarding global Term Sheet.	0.10	67.50
03/09/16	Wearsch Thomas M	Review, revise and circulate comments to Final Order and Credit Agreement.	1.30	877.50
03/10/16	Esmont Joseph M.	Miscellaneous tasks to move DIP motion forward.	0.50	167.50
03/10/16	Rose Jorian L.	Review and revise Credit Agreement for Argonaut and Noteholder DIP.	1.90	1,388.90
03/10/16	Rose Jorian L.	Telephone conferences with Messrs. Wearsch and Gurley regarding DIP status.	0.40	292.40
03/10/16	Wearsch Thomas M	Telephone call with Mr. Rose regarding global Term Sheet.	0.40	270.00
03/10/16	Wearsch Thomas M	Telephone call with Mr. Gurley regarding global Term Sheet.	0.10	67.50
03/11/16	Esmont Joseph M.	Analyze ways to get committee on-board with DIP proposal.	1.70	569.50
03/11/16	Rose Jorian L.	Telephone conference with Mr. Wearsch and Ms. Schulz regarding potential DIP changes.	0.60	438.60
03/11/16	Rose Jorian L.	Telephone conference with Mr. Gleit regarding potential DIP discussions.	0.40	292.40

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Date	Name	Description	Hours	Amount
03/11/16	Rose Jorian L.	Telephone conferences with Mr. Gurley regarding update on DIP discussions.	0.60	438.60
03/11/16	Wearsch Thomas M	Meeting with Mr. Gurley regarding strategy and financing options.	1.00	675.00
03/11/16	Wearsch Thomas M	Draft summary for team of status of negotiations.	0.40	270.00
03/11/16	Wearsch Thomas M	Telephone call with Ms. Schultz regarding note holder financing.	0.20	135.00
03/11/16	Wearsch Thomas M	Telephone calls with Mr. Gurley regarding global Term Sheet resolution.	0.30	202.50
03/11/16	Wearsch Thomas M	Calls with Mr. Rose regarding financing options.	0.30	202.50
03/14/16	Green Elizabeth A.	Telephone call with Lance Gurley regarding status of negotiations regarding DIP.	0.60	375.00
03/14/16	Green Elizabeth A.	Review issues regarding Argo and noteholder status in order to determine issues for hearing on March 18, 2016.	1.20	750.00
03/14/16	Parrish Jimmy D.	Review issues regarding Montco agreement and DIP terms,	0.60	315.00
03/14/16	Rose Jorian L.	Conference calls with counsel for Noteholders regarding DIP terms.	0.80	584.80
03/14/16	Rose Jorian L.	Conference call with Argonaut and Noteholders regarding revised DIP terms.	0.60	438.60
03/14/16	Wearsch Thomas M	Correspondence regarding DIP progress.	0.50	337.50
03/14/16	Wearsch Thomas M	Conference Call with Messrs. Kuebel, Lapperouse and Rose regarding DIP progress and P&A Plan.	0.80	540.00
03/14/16	Wearsch Thomas M	Telephone call with Mr. Goodwine regarding DIP progress.	0.50	337.50
03/14/16	Wearsch Thomas M	Telephone call with Mr. Alaniz regarding DIP progress.	0.20	135.00
03/14/16	Wearsch Thomas M	Telephone call with Ms. Schultz regarding	0.30	202.50

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Date	Name	Description	Hours	Amount
		DIP progress.		
03/15/16	Esmont Joseph M.	Prepare DIP exhibits.	2.20	737.00
03/15/16	Esmont Joseph M.	Prepare closing documents for split DIP.	1.90	636.50
03/15/16	Green Elizabeth A.	Review exhibit list for hearing and revise same.	0.40	250.00
03/15/16	Green Elizabeth A.	Review agenda for hearing and revise same.	0.30	187.50
03/15/16	Green Elizabeth A.	Review issues regarding possible financing DIP and status regarding hearing on March 18, 2016.	0.90	562.50
03/15/16	Parrish Jimmy D.	Review status of DIP proposal.	0.60	315.00
03/15/16	Parrish Jimmy D.	Review and revise agenda.	0.10	52.50
03/15/16	Rose Jorian L.	Telephone conferences with Mr. Gurley regarding DIP status and comments from Argonaut and Noteholders.	0.70	511.70
03/15/16	Wearsch Thomas M	Correspondence regarding DIP progress.	1.00	675.00
03/15/16	Wearsch Thomas M	Telephone call with Mr. Okin regarding DIP progress.	0.50	337.50
03/15/16	Wearsch Thomas M	Telephone call with Ms. Schultz regarding DIP progress.	0.40	270.00
03/16/16	Esmont Joseph M.	Negotiate schedules to credit agreement and revise same.	2.00	670.00
03/16/16	Esmont Joseph M.	Plan strategy for DIP hearing.	2.00	670.00
03/16/16	Green Elizabeth A.	Review DIP order and credit agreement in preparation for hearing.	1.60	1,000.00
03/16/16	Green Elizabeth A.	Review DIP order and credit agreement in preparation for hearing.	1.60	1,000.00
03/16/16	Green Elizabeth A.	Review exhibits for hearing.	0.90	562.50
03/16/16	Lane Deanna L	Finalized agenda and witness/exhibit list for 3-18 hearing; uploaded same to court	0.80	200.00

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Date	Name	Description	Hours	Amount
		docket; uploaded same to court website; circulated exhibits to interested parties		
03/16/16	Parrish Jimmy D.	Review Committee objection to DIP.	0.20	105.00
03/16/16	Rose Jorian L.	Telephone conferences with Montco counsel regarding DIP provisions and Montco DIP.	0.40	292.40
03/16/16	Rose Jorian L.	Review and revise DIP Order per Montco comments.	1.30	950.30
03/16/16	Rose Jorian L.	Review objections to DIP filed by Committee and various parties.	1.80	1,315.80
03/16/16	Wearsch Thomas M	Correspondence regarding DIP negotiations.	1.50	1,012.50
03/16/16	Wearsch Thomas M	Conference call with Ms. Schultz and Mr. Okin regarding DIP negotiations.	0.50	337.50
03/16/16	Wearsch Thomas M	Conference call with Ms. Schultz and Mr. Goodwine regarding DIP negotiations.	0.70	472.50
03/17/16	Esmont Joseph M.	Analyze DIP hearing exhibits.	2.20	737.00
03/17/16	Esmont Joseph M.	Confer with Black Hill regarding DIP hearing strategy.	1.80	603.00
03/17/16	Green Elizabeth A.	Telephone call with David Stamer regarding issues related to DIP order.	0.50	312.50
03/17/16	Green Elizabeth A.	Outline additional issues regarding hearing.	0.90	562.50
03/17/16	Green Elizabeth A.	Telephone call with BSEE and BOEM egarding DIP.	0.80	500.00
03/17/16	Green Elizabeth A.	Conference with Black Hill and Baker team regarding hearing.	1.90	1,187.50
03/17/16	Green Elizabeth A.	Review documents for evidence regarding contested hearing.	1.20	750.00
03/17/16	Green Elizabeth A.	Outline testimony regarding Argo / noteholder DIP.	1.70	1,062.50
03/17/16	Green Elizabeth A.	Review and revise term order.	0.90	562.50

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Black Elk Energy Offshore Operations LLC

Invoice Date: 04/19/16

Invoice Number: 50230556

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Date	Name	Description	Hours	Amount
03/17/16	Green Elizabeth A.	Review additional comments from Argo and M. Orger.	0.30	187.50
03/17/16	Green Elizabeth A.	Review redline of order.	0.90	562.50
03/17/16	Green Elizabeth A.	Telephone call with PJ Goodwine regarding hearing and Argo issues.	0.60	375.00
03/17/16	Green Elizabeth A.	Conference with Tom Wearsch, Jorian Rose and Lance Gurley regarding strategy for hearing.	1.40	875.00
03/17/16	Green Elizabeth A.	Review BSEE and BOEM objection and prepare argument in opposition.	1.10	687.50
03/17/16	Green Elizabeth A.	Review issues regarding Nippon objection.	0.50	312.50
03/17/16	Lane Deanna L	Preparing a notice of filing of Amended Declaration of Lance Gurley and Amended Budget; e-filing and circulating same to interested parties	0.50	125.00
03/17/16	Rose Jorian L.	Conference call with Committee and Noteholders regarding DIP settlement.	0.80	584.80
03/17/16	Rose Jorian L.	Provide information to Department of Justice regarding prior DIP terms.	0.60	438.60
03/17/16	Rose Jorian L.	Telephone conferences with Noteholders counsel regarding DIP negotiations.	0.80	584.80
03/17/16	Rose Jorian L.	Prepare Mr. Gurley for testimony at DIP hearing.	0.90	657.90
03/17/16	Rose Jorian L.	Review and revise draft DIP Order for Argonaut and Noteholders.	2.20	1,608.20
03/17/16	Rose Jorian L.	Conference call with government regarding DIP discussions.	0.80	584.80
03/17/16	Wearsch Thomas M	Work with parties to negotiate terms of consensual DIP.	2.50	1,687.50
03/17/16	Wearsch Thomas M	Work on draft DIP documents with Mr. Staber.	1.00	675.00

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Date	Name	Description	Hours	Amount
03/17/16	Wearsch Thomas M	Telephone calls with Ms. Schultz regarding comments to DIP Order.	1.00	675.00
03/17/16	Wearsch Thomas M	Telephone calls with Mr. Eisenberg regarding comments to DIP Order.	0.40	270.00
03/17/16	Wearsch Thomas M	Telephone calls with Ms. Hudson regarding comments to DIP Order.	0.90	607.50
03/17/16	Wearsch Thomas M	Telephone calls with Mr. Goodwine regarding comments to DIP Order.	0.70	472.50
03/17/16	Wearsch Thomas M	Review and comment on Final DIP Order draft and Credit Agreement.	1.50	1,012.50
03/18/16	Esmont Joseph M.	Draft exhibits to DIP credit agreement.	2.50	837.50
03/18/16	Green Elizabeth A.	Attend hearing on DIP and negotiations during recesses.	5.00	3,125.00
03/18/16	Green Elizabeth A.	Meeting with noteholders, committee and Argo regarding DIP order and terms.	1.10	687.50
03/18/16	Green Elizabeth A.	Meeting with Jeff Jones regarding DIP issues.	0.50	312.50
03/18/16	Green Elizabeth A.	Meeting with Sarah Shultz regarding issues related to DIP and revisions.	0.80	500.00
03/18/16	Green Elizabeth A.	Prepare Lance Gurley for hearing.	1.10	687.50
03/18/16	Green Elizabeth A.	Prepare Lance Gurley testimony outline to include additional items.	0.90	562.50
03/18/16	Green Elizabeth A.	Prepare for hearing on DIP.	2.50	1,562.50
03/18/16	Green Elizabeth A.	Meeting with Sarah Shultz, Matt Okin and David Curry regarding noteholder liens.	0.70	437.50
03/18/16	Green Elizabeth A.	Meeting with PJ Goodwine regarding Argo bond swap.	0.40	250.00
03/18/16	Green Elizabeth A.	Review previous DIP budget with Marty Beskow.	0.40	250.00
03/18/16	Rose Jorian L.	Conference call with independent directors regarding approval of DIP.	0.50	365.50

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Date	Name	Description	Hours	Amount
03/18/16	Rose Jorian L.	Meetings with Committee and Argonaut and Noteholders regarding potential resolution of issues.	0.80	584.80
03/18/16	Rose Jorian L.	Review and revise DIP Order and revised provisions from Committee.	1.10	804.10
03/18/16	Rose Jorian L.	Meetings with Noteholders and Argonaut regarding DIP revisions.	0.70	511.70
03/18/16	Rose Jorian L.	Meeting with Department of Justice regarding amended DIP provisions.	0.60	438.60
03/18/16	Rose Jorian L.	Hearing on DIP Financing for Argonaut and Noteholder DIP.	5.20	3,801.20
03/18/16	Wearsch Thomas M	Review and revise proposed Final DIP Order.	1.80	1,215.00
03/18/16	Wearsch Thomas M	Attend hearing on Final DIP.	3.00	2,025.00
03/18/16	Wearsch Thomas M	Meeting with parties to DIP to conduct final negotiations on same.	3.50	2,362.50
03/18/16	Wearsch Thomas M	Prepare for Final DIP Hearing.	1.00	675.00
03/21/16	Delaney Michael T.	Review schedules to credit agreement; confer with Mr. Rose regarding the same	0.20	81.00
03/21/16	Rose Jorian L.	Telephone conferences with Messrs. Esmont and Delaney regarding DIP schedules.	0.60	438.60
03/21/16	Rose Jorian L.	Telephone conferences with Messrs. Wearsch and Goodwin regarding interim funding.	0.50	365.50
03/21/16	Rose Jorian L.	Review ancillary document to DIP and comments from.	1.60	1,169.60
03/21/16	Rose Jorian L.	Telephone conferences with Mr. Gurley regarding DIP budget and schedules.	0.60	438.60
03/21/16	Rose Jorian L.	Review and revise DIP schedules for split DIP.	1.80	1,315.80

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Invoice Date: 04/19/16  
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<b>Date</b>	<b>Name</b>	<b>Description</b>	<b>Hours</b>	<b>Amount</b>
03/21/16	Wearsch Thomas M	Telephone calls with Ms. Schultz regarding DIP Funding.	0.40	270.00
03/21/16	Wearsch Thomas M	Telephone calls with Mr. Goodwine regarding DIP funding.	0.30	202.50
03/21/16	Wearsch Thomas M	Telephone calls with Mr. Gurley regarding DIP Budget.	0.40	270.00
03/21/16	Wearsch Thomas M	Work to review and finalize DIP documents for closing.	1.00	675.00
03/21/16	Wearsch Thomas M	Telephone calls with Mr. Rose regarding DIP Documents.	0.50	337.50
03/23/16	Rose Jorian L.	Email correspondence and telephone conferences with counsel for Montco regarding payoff issues.	0.60	438.60
03/23/16	Rose Jorian L.	Telephone conferences with counsel for the Noteholders regarding DIP credit agreement issues.	0.60	438.60
03/23/16	Rose Jorian L.	Review and revise DIP credit agreement in light of Lenders' comments.	2.80	2,046.80
03/24/16	Rose Jorian L.	Review and revise credit agreement regarding fee issues.	1.60	1,169.60
03/24/16	Rose Jorian L.	Conference calls with counsel for Noteholders regarding DIP funding issues.	0.60	438.60
03/24/16	Rose Jorian L.	Conference call with Mr. Okin regarding plan structure and DIP funding.	0.80	584.80
03/25/16	Rose Jorian L.	Telephone conferences with counsel for Noteholders regarding DIP revisions.	0.90	657.90
03/25/16	Rose Jorian L.	Review and revise Credit Agreement comments from Noteholders.	2.80	2,046.80
03/28/16	Rose Jorian L.	Review fee letter from DIP administrative agent.	0.70	511.70
03/28/16	Rose Jorian L.	Conference calls with DIP Lender's counsel regarding DIP closing and funding.	0.50	365.50

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Date	Name	Description	Hours	Amount
03/28/16	Rose Jorian L.	Review flow of funds memorandum from Blackhill for DIP Funding.	0.70	511.70
03/28/16	Rose Jorian L.	Review and revise DIP Credit Agreement and review DIP Lenders multiple comments.	1.90	1,388.90
03/29/16	Rose Jorian L.	Email correspondence and telephone conferences with DIP Lender's counsel regarding DIP Funding.	0.60	438.60
03/30/16	Green Elizabeth A.	Review DIP budget.	0.50	312.50
<b>Total</b>			<b>224.10</b>	<b>132,504.60</b>

**Expenses and Other Charges**

03/01/16	Ground Transportation Out of Town (E110) Parking; Joseph Esmont; Meetings with interested parties and attend Department of Justice hearing regarding terms of DIP Credit Agreement.; Mar 01, 2016;	53.00
03/16/16	Taxi/Car Service; Jorian Rose; UBER UBER 866-576-1039 CA; Taxi expense from Houston office to meeting to prepare for DIP hearing.; Mar 16, 2016;	7.30
03/16/16	Taxi/Car Service; Jorian Rose; UBER UBER 866-576-1039 CA; Taxi expense from meeting to hotel from preparing for DIP hearing.; Mar 16, 2016;	7.00
03/16/16	Ground Transportation Out of Town (E110) Taxi/Car Service; Jorian Rose; UBER UBER 866-576-1039 CA; Taxi expense from airport to Houston office to prepare for DIP hearing.; Mar 16, 2016;	27.58
03/18/16	Taxi/Car Service; Jorian Rose; UBER UBER 866-576-1039 CA; Taxi expense to Houston airport from DIP hearing.; Mar 18, 2016;	47.39
03/19/16	Taxi/Car Service; Jorian Rose; UBER UBER 866-576-1039 CA; Taxi expense from Newark Airport from trip to Houston, Texas for DIP hearing.; Mar 19, 2016;	83.58

**Subtotal - Ground Transportation Out of Town (E110)** **225.85**

03/16/16	Airfare/Trainfare (E110) Airfare; Jorian Rose; UNITED AIRLINES CLEVELAND OH; Flight expense to/from Houston, Texas for DIP hearing.;	1,075.10
03/16/16	Airfare; Jorian Rose; UNITED AIRLINES HOUSTON TX; Flight expense for flight to Houston, Texas for DIP hearing.;	75.00

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03/18/16	Airfare; Jorian Rose; UNITED AIRLINES CLEVELAND OH; Flight expense for flight from Houston, Texas from DIP hearing.;	562.55
03/18/16	Airfare/Trainfare (E110) Airfare; Jorian Rose; UNITED AIRLINES HOUSTON TX; Airfare expense during flight from Houston, Texas from DIP hearing.;	95.00
03/18/16	Airfare; Jorian Rose; Refund of flight expense for flight from Houston, Texas from DIP hearing.;	(537.55)
03/18/16	Airfare; Jorian Rose; UNITED AIRLINES HOUSTON TX; Flight expense for flight from Houston, Texas for DIP hearing.;	84.00
03/19/16	Airfare; Jorian Rose; Flight expense for flight from Houston, Texas from DIP hearing.;	537.55
<b>Subtotal - Airfare/Trainfare (E110)</b>		<b><u>1,891.65</u></b>
03/16/16	Meals while Traveling (E110) Breakfast; Jorian Rose; LAGUARDIAAUBONPAIN79 NEW YORK NY; Breakfast meal expense during trip to Houston, Texas for DIP hearing.; Mar 16, 2016;	17.77
03/18/16	Dinner; Jorian Rose; 6051162 - CAMDEN MAR HOUSTON TX; Dinner meal expense during trip to Houston, Texas for DIP hearing.; Mar 18, 2016;	18.30
<b>Subtotal - Meals while Traveling (E110)</b>		<b><u>36.07</u></b>
03/16/16	Lodging (E110) Lodging; Jorian Rose; Hotel expense during trip to Houston, Texas for DIP hearing.; Mar 16, 2016	620.10
03/18/16	Lodging (E110) Lodging; Jorian Rose; Cancelled hotel expense during trip to Houston, Texas for Black Elk hearing.; Mar 18, 2016	273.78
<b>Subtotal - Lodging (E110)</b>		<b><u>893.88</u></b>
<b>Total</b>		<b><u>\$ 3,047.45</u></b>

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Black Elk Energy Offshore Operations, LLC  
3100 South Gessner, Ste. 210  
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Invoice Date: 04/19/16  
Invoice Number: 50230555  
B&H File Number: 07939/047878/000210  
Taxpayer ID Number: 34-0082025  
Page 1

**Regarding: Asset Sales**

For professional services rendered through March 31, 2016

**BALANCE FOR THIS INVOICE DUE BY 05/19/16 \$ 5,959.80**

## Remittance Copy

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**Invoice No: 50230555**

**Firm Contact Information**

Elie Sanchez  
(407) 649-3923  
efsanchez@bakerlaw.com

**Please Remit To:**  
**Baker & Hostetler LLP**  
**P.O. Box 70189**  
**Cleveland, OH 44190-0189**

**Reference Invoice No:**  
**50230555**

**FOR WIRE REMITTANCES:**  
**Baker & Hostetler LLP**  
**KeyBank, N.A., Cleveland, OH**  
**Account No: 1001516552 / ABA 041001039**  
**SWIFT Code: KEYBUS33**

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Invoice Number: 50230555  
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Page 2

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**Regarding: Asset Sales**

For professional services rendered through March 31, 2016

**Fees** \$ **5,959.80**

**BALANCE FOR THIS INVOICE DUE BY 05/19/16** \$ **5,959.80**

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Black Elk Energy Offshore Operations LLC

Invoice Date: 04/19/16  
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**Regarding: Asset Sales**

Matter Number: 047878.000210

<b>Name</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
Rose Jorian L.	2.30	\$ 731.00	\$ 1,681.30
Wearsch Thomas M	1.10	675.00	742.50
English Jr W John	5.20	680.00	3,536.00
<b>Total</b>	<b>8.60</b>	<b>\$</b>	<b>5,959.80</b>

<b>Date</b>	<b>Name</b>	<b>Description</b>	<b>Hours</b>	<b>Amount</b>
03/02/16	Rose Jorian L.	Telephone conference with counsel for Shell regarding non-op sale.	0.60	438.60
03/02/16	Wearsch Thomas M	Telephone call with Mr. Alaniz regarding North star.	0.30	202.50
03/02/16	Wearsch Thomas M	Telephone call with North star regarding resolution of claims.	0.50	337.50
03/03/16	English Jr W John	Prepare e-mail to Mr. Rose regarding draft letter of intent.	0.30	204.00
03/03/16	English Jr W John	Review draft letter of intent sent by Mr. Rose and prepare comments on same.	1.50	1,020.00
03/03/16	English Jr W John	Telephone conference with Mr. Rose regarding review of letter of intent relating to Enchilada, Salsa and Macaroni prospects.	0.30	204.00
03/03/16	Rose Jorian L.	Review and revise term sheet for certain wells to be sold to Shell.	1.70	1,242.70
03/09/16	Wearsch Thomas M	Telephone call with Messrs. Alaniz, Grille and Gurley regarding North star.	0.30	202.50
03/14/16	English Jr W John	Telephone conference with Mr. Rose regarding telephone conference with purchasers' counsel.	0.30	204.00

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Date	Name	Description	Hours	Amount
03/14/16	English Jr W John	Review draft terms sheet and comments on prior draft.	0.50	340.00
03/14/16	English Jr W John	Telephone conference with purchasers' counsel and Mr. Rose regarding status of draft purchase and sale agreement and procedural matters regarding the method of sale.	0.30	204.00
03/28/16	English Jr W John	Review draft purchase and sale agreement sent by Mr. Rose.	2.00	1,360.00
<b>Total</b>			<b>8.60</b>	<b>5,959.80</b>

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Invoice Date: 04/19/16  
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**Regarding: Committee Meetings**

For professional services rendered through March 31, 2016

**BALANCE FOR THIS INVOICE DUE BY 05/19/16 \$ 978.60**

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Regarding: Committee Meetings

For professional services rendered through March 31, 2016

Fees \$ 978.60

BALANCE FOR THIS INVOICE DUE BY 05/19/16 \$ 978.60

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Invoice Date: 04/19/16  
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 Page 3

Regarding: **Committee Meetings**

Matter Number: 047878.000212

<b>Name</b>	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
Rose Jorian L.	0.60	\$ 731.00	\$ 438.60
Wearsch Thomas M	0.80	675.00	540.00
<b>Total</b>	<b>1.40</b>		<b>\$ 978.60</b>

<b>Date</b>	<b>Name</b>	<b>Description</b>	<b>Hours</b>	<b>Amount</b>
03/03/16	Wearsch Thomas M	Telephone calls with Mr. Okin regarding extension.	0.40	270.00
03/03/16	Wearsch Thomas M	Work on extension issue for Committee.	0.40	270.00
03/04/16	Rose Jorian L.	Email correspondence and telephone conference with Noteholders regarding settlement discussions with Committee.	0.60	438.60
	<b>Total</b>		<b>1.40</b>	<b>978.60</b>

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Invoice Number: 50230552  
B&H File Number: 07939/047878/000214  
Taxpayer ID Number: 34-0082025  
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Regarding: **BSEE and Environmental Claims**

For professional services rendered through March 31, 2016

**BALANCE FOR THIS INVOICE DUE BY 05/19/16      \$      1,812.50**

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Taxpayer ID Number: 34-0082025  
Page 2

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**Regarding: BSEE and Environmental Claims**

For professional services rendered through March 31, 2016

**Fees \$ 1,812.50**

**BALANCE FOR THIS INVOICE DUE BY 05/19/16 \$ 1,812.50**

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Invoice Date: 04/19/16  
 Invoice Number: 50230552  
 Matter Number: 047878.000214  
 Page 3

Regarding: BSEE and Environmental Claims

Matter Number: 047878.000214

Name	Hours	Rate	Amount
Green Elizabeth A.	2.90	\$ 625.00	\$ 1,812.50
<b>Total</b>	<b>2.90</b>		<b>\$ 1,812.50</b>

Date	Name	Description	Hours	Amount
03/01/16	Green Elizabeth A.	Meeting regarding BSEE and BOEM related to P & A Plan.	1.00	625.00
03/04/16	Green Elizabeth A.	Review potential trust issues for non operating assets in plan compliance with BSEE regulations.	1.10	687.50
03/18/16	Green Elizabeth A.	Meeting with BSEE and BOEM regarding environmental issues and P & A Plan.	0.80	500.00
	<b>Total</b>		<b>2.90</b>	<b>1,812.50</b>

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